

TUTOR RONALD N  
Form 4  
March 19, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
TUTOR RONALD N

(Last) (First) (Middle)

C/O TUTOR PERINI CORPORATION, 15901 OLDEN STREET

(Street)

SYLMAR, CA 91342

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TUTOR PERINI CORP [TPC]

3. Date of Earliest Transaction (Month/Day/Year)  
03/15/2018

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Ownership (Instr. 4) |           |   |                                      |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|-----------|---|--------------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                                      |           |   |                                      |
| Common Stock                    | 03/15/2018                           |  | M                              |   | 126,006   | A  | 126,006                                    | D         |   |                                      |
| Common Stock                    | 03/15/2018                           |  | F                              |   | 62,525  | D  | \$ 22.4                                    | 63,481    | D |                                      |
| Common Stock                    | 03/15/2018                           |  | G                              | V   | 63,481  | D  | \$ 0                                       | 0         | D |                                      |
| Common Stock                    | 03/15/2018                           |  | G                              | V   | 63,481  | A  | \$ 0                                       | 5,811,601 | I | By Ronald N. Tutor Separate Property |

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|              |           |   |  |
|--------------|-----------|---|--|
| Common Stock | 1,500,000 | I | Trust<br>By Tutor Marital Property Trust |
| Common Stock | 1,533,255 | I | By Ronald N. Tutor 2009 Dynasty Trust    |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities                   |         | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                            |
|--|--|--------------------------------------|--|--------------------------------|--|---------|--|-----------------|---|----------------------------|
|  |  |                                      |  |                                | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |         | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |
| Restricted Stock Units                     | (1)  | 03/15/2018                           |  | M                              |  | 126,006 | (2)  | (2)             | Common Stock  | 126,006                    |
| Restricted Stock Units                     | (1)  | 03/15/2018                           |  | D                              |  | 23,994  | (2)  | (2)             | Common Stock  | 23,994                     |
| Employee Stock Option (Right to Buy)       | \$ 24.05   | 03/15/2018                           |  | D                              |  | 23,994  | (2)  | (2)             | Common Stock  | 23,994                     |
| Restricted Stock Units                     | (1)  | 03/15/2018                           |  | D                              |  | 120,097 | (3)  | (3)             | Common Stock  | 120,097                    |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                |       |
|--|---------------|-----------|----------------|-------|
|  | Director      | 10% Owner | Officer        | Other |
| TUTOR RONALD N<br>C/O TUTOR PERINI CORPORATION<br>15901 OLDEN STREET<br>SYLMAR, CA 91342 | X             | X         | Chairman & CEO |       |

## Signatures

/s/ John D. Barrett,  
attorney-in-fact

03/19/2018

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The restricted stock units (RSUs) convert into common stock of Tutor Perini Corporation on a 1-for-1 basis upon vesting.

On March 7, 2017, the reporting person was granted 150,000 RSUs and 150,000 stock options (SOs) vesting on March 15, 2018, based on the achievement of a performance target for fiscal year 2017; approximately 84% of the award was earned. The RSUs and SOs were previously voluntarily reported on Form 4.

(2) On December 22, 2014, the reporting person was granted 120,097 RSUs vesting on December 31, 2017, based on the achievement of a certain performance target as of December 31, 2017; no portion of these awards was earned. The RSUs were previously voluntarily reported on Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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