TRIZEC PROPERTIES INC

Form 4

October 05, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

burden hours per

OMB APPROVAL

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * VINTIADIS POLYVIOS C

2. Issuer Name and Ticker or Trading Symbol

TRIZEC PROPERTIES INC [TRZ]

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

10/05/2006

(Check all applicable)

X_ Director 10% Owner Officer (give title Other (specify below)

C/O TRIZEC PROPERTIES. INC., 10 S. RIVERSIDE PLAZA, **SUITE 1100**

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

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

CHICAGO, IL 60606

(City) (State) (Zip) 2. Transaction Date 2A. Deemed 1. Title of

(Month/Day/Year)

4. Securities Acquired (A) or 3. Execution Date, if TransactionDisposed of (D) Code

(Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

7. Nature Ownership of Indirect Form: Beneficial Ownership Direct (D)

(Instr. 4)

(Month/Day/Year) (Instr. 8)

> (A) or (D) Price

Reported (I) Transaction(s) (Instr. 4)

6.

or Indirect

(Instr. 3 and 4)

Common Stock

Security

(Instr. 3)

10/05/2006

Code V Amount 25.421.6919 D (1)

\$ D

 $0^{(2)}$ D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

29.0209

SEC 1474 (9-02)

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

Edgar Filing: TRIZEC PROPERTIES INC - Form 4

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	5. 6. Date Exercisable and		7. Title and		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	Year)	Underlyi	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative			Securities		(Instr. 5)	Bene
	Derivative				Securities Acquired			(Instr. 3 and 4)			Own
	Security									Follo	
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								٨	mount		
						Date Expiration		or Title Number			
						Exercisable	Date	of			
				Code V	(A) (D)				hares		

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other VINTIADIS POLYVIOS C C/O TRIZEC PROPERTIES, INC. X 10 S. RIVERSIDE PLAZA, SUITE 1100

Signatures

CHICAGO, IL 60606

/s/ Bansari Shah, by power of attorney

10/05/2006

**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).
 - Includes 7,421.6919 deferred compensation rights awarded under the Trizec Properties, Inc. Non-Employee Directors Deferred
- (1) Compensation Plan, 303.6919 of which have been credited to the reporting person's account as a result of dividend reinvestments under the Trizec Properties, Inc. Stock Fund Account since the reporting person's last Form 4.
- Disposed of pursuant to an agreement and plan of merger and arrangement agreement between the issuer and affiliates of Brookfield Properties Corporation.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2