### Edgar Filing: TRIZEC PROPERTIES INC - Form 4

#### TRIZEC PROPERTIES INC

Form 4

February 24, 2003

# FORM 4

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

#### OMB APPROVAL

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# \_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

See Instruction 1(b).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

***			er Name an c Propertie			Person	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) c/o Trizec Pro 233 South Wac	(First) (I	of Rep	S. Identification of the second secon	on,	Number	4. Statement for Month/Day/Year 2/21/03	X Dir 10% O X Offic Other (	X Director 10% Owner X Officer (give title below) Other (specify below)  Executive Vice President, COO, Chief Investment			
Chicago	(Street)	60606					5. If Amendment, Date of Original (Month/Day/Year)	7. Indiv (Check <b>X</b> Forn Person _ Forn	vidual or Joint/Group Filing Applicable Line) In filed by One Reporting In filed by More than One In filed by More than One		
(City	(State)	(Zip)		Table I N	lon-D	erivativ	e Securities Acquired	, Disposed of,	or Beneficially Owned		
Security	action Date	2A. Deemed Execution Date, if any (Month/Day/	3. Transaction Code (Instr. 8) Code	Trans- tion (A) or Disposed of (D) ode (Instr. 3, 4 & 5) nstr. 8)		5. Amount of Securities Beneficially Owned Following Reported	6. Owner-ship Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
		Year)			or (D)		Transactions(s) (Instr. 3 & 4)	(Instr. 4)			
Common Stock	02/20/03		P	5,600	\ /	\$8.65		D			
Common Stock	02/21/03		P	4,400	A	\$8.65	52,920	D			
Common Stock							145,839	I	By Salomon Smith Barney as escrow agent		

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

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

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# **Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

(e.g., puts, calls, warrants, options, convertible securities)

		3A.	4.			6. Date Exercisable		7. Tit	le and	8. Price of	9. Number of		11. Nature	
sion or	Trans-	Deemed	Trans	- 1	Numberand Expiration		Amo	unt of	Derivative	Derivative	Owner-	of Indirect		
Exercise	action	Execution	action		of Date		Date	ate		rlying	Security	Securities	ship	Beneficial
Price of	Date	Date,	Code	I	Deriv	ati	(Meanth/Day/		Secu	rities	(Instr. 5)	Beneficially	Form	Ownership
Derivative		if any		5	Secur	itie	<b>X</b> ear)		(Instr	. 3 & 4)		Owned	of Deriv-	(Instr. 4)
Security	(Month/	(Month/	(Instr.	ŀ	Acqu	ire	d					Following	ative	
	-	2	8)	(	(A) o	r						Reported	Security:	
	Year)	Year)		I	Dispo	ose	d					Transaction(s)	Direct	
				c	of (D	)						(Instr. 4)	(D)	
												,	or	
				`									Indirect	
				3	3,4 &								(I)	
				5	5)								(Instr. 4)	
			Code	V (	(A) (I	D)	Date	Expira-	Title	Amount	1			
								_		or				
								Date		Number				
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	sion or Exercise Price of Derivative	Exercise action Price of Date Derivative Security (Month/	sion or Trans- Deemed Exercise action Execution Price of Date Date, Derivative (Month/ Day/ Day/	sion or Trans- Exercise action Execution action Price of Date Date, Code Derivative if any Security (Month/ (Month/ Day/ Year) Year)  Trans- Execution Execution action Code Ode Ode Ode Ode Ode Ode Ode Ode Ode O	sion or Trans- Exercise action Execution action Price of Date Date, Code If any Security (Month/ (Month/ Day/ Year) Year)  Trans- Exercise action Execution action of Code If any (Month/ Year)  Trans- Exercise (Trans- Execution action (Instr. And Instr. And Instruction I	sion or Trans- Deemed Trans- Numl Action of Date Date, if any Security (Month/ Day/ Year) Dewndy (Instr. Acquestream) Price of Date Date, if any Security (Month/ Month/ Pay/ Year) (Instr. Acquestream) (Instr. Acquestrea	sion or Exercise action Execution action of Date Date, if any Security (Month/Day/Year) (Month/Year) (Instr. 3, 4 & 5)  Trans-Number action of Code Derivation Security (Month/Date) (Instr. 3, 4 & 5)  Trans-Number action of Code Derivation Securities (A) or Dispose of (D)	sion or Trans- Exercise action Execution Date Price of Derivative Security (Month/ Day/ Year)  Security (Month/ Code Date)  Code Derivative (Month/ Day/ Year)  (Instr. 3, 4 & 5)  Code V (A) (D) Date  Trans- Number and Expiration of Date Derivative (Month/Day/ Securitie)  Date Derivative (Month/Day/ Securitie)  (Instr. 3, 4 & 5)  Code V (A) (D) Date Exer-cisable	sion or Trans- Exercise action Execution Date  Price of Derivative Security (Month/ Day/ Year)  Security (Month/ Day/ Year)  Security (Month/ Day/ Year)  Security (Month/ Day/ Year)  Security (Month/ Day/ Securitic) (A) or Disposed of (D)  (Instr. 3, 4 & 5)  Code V (A) (D) Date Expiration	sion or Trans- Deemed action Execution Date Date Date, if any Securitive Security (Month/ Day/ Year)  Security (Month/ Code Date) Date Date, if any Securitive Securitive Security Securitive Securiti	sion or Exercise action Execution Date Price of Derivative Security (Month/Day/Year)  Security (Month/Day/Year)  Security (Month/Day/Year)  Trans- Acquired Date Derivative Securities Securities Securities (Instr. 3 & 4)  (Instr. 3, 4 & 5)  Code V (A) (D) Date Expiration Date Underlying Securities (Instr. 3 & 4)  Code V (A) (D) Date Expiration Date Underlying Securities (Instr. 3 & 4)  (Instr. 3, 4 & 5)  Code V (A) (D) Date Expiration Date Underlying Securities (Instr. 3 & 4)	Sion or Exercise action Price of Date Price of Derivative Security (Month/Day/Year)  Security (Month/Day/Year)  Security (Month/Day/Year)  Trans- Acquired Date Date Derivation of Date Derivative Securities Securities (Instr. 3 & 4)  (Instr. 3, 4 & 5)  Code V (A) (D) Date Exercisable tion Date Derivative Securities (Instr. 5)  Trans- Number and Expiration Date Underlying Security (Instr. 3 & 4)  (Instr. 3, 4 & 5)  Code V (A) (D) Date Expira- Title Amount of Underlying Security (Instr. 3, 4 & 5)  Today (Instr. 3, 4 & 5)  Code V (A) (D) Date Exer-cisable tion Date Number of	Sion or Exercise action Execution action Date Price of Date Derivative Security (Month/Day/Year)  Security (Month/Day/Year)  Security (Month/Day/Year)  Securities (Instr. 3 & 4)  Code Derivative Securities (Instr. 3 & 4)  Securities (Instr. 3 & 4)  Code Derivative Securities (Instr. 3 & 4)  Securities (Instr. 3 & 4)  Code Derivative Securities (Instr. 3 & 4)  Code De	Sion or Exercise action Price of Date Derivative Security  Month/Day/Year)  Security  Demed Execution Date Date, if any Securities S

Explanation of Responses:

By: /s/ Casey R. Wold	February 21, 2003
	Date
**Signature of Reporting Person	

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