

CAMDEN PROPERTY TRUST

Form 4

January 07, 2016

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Jesett Alexander J.

2. Issuer Name **and** Ticker or Trading
Symbol
CAMDEN PROPERTY TRUST
[CPT]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
11 GREENWAY PLAZA, SUITE
2400

3. Date of Earliest Transaction
(Month/Day/Year)
01/05/2016

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
EVP - Finance & CFO

(Street)
HOUSTON, TX 77046

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
Person

(City) (State) (Zip)

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 Beneficial Ownership (Instr. 4)
Common Shares	01/05/2016	01/05/2016	M	439	A \$ 11.38 56,980	D	
Common Shares	01/05/2016	01/05/2016	M	1,760	A \$ 10.995 58,740	D	
Common Shares	01/05/2016	01/05/2016	S	1,021 (1)	D \$ 76.86 57,719	D	
Common Shares	01/05/2016	01/05/2016	S	4,005 (1)	D \$ 76.92 54,476 (2)	D	

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

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(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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price or Value of Derivative Security (Instr. 3)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred RT Shares	\$ 11.38	01/05/2016	01/05/2016	M		439		(3)	(3)	Common Shares	439	\$ 11.38
Deferred RT Shares	\$ 10.995	01/05/2016	01/05/2016	M		1,760		(3)	(3)	Common Shares	1,760	\$ 10.995

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jessett Alexander J. 11 GREENWAY PLAZA SUITE 2400 HOUSTON, TX 77046			EVP - Finance & CFO	

Signatures

/s/: Alexander J. Jessett 01/07/2016

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).

The reporting person's shares are held by the issuer's executive deferred compensation plan for the benefit of the reporting person who, in (1) prior years, elected to receive a distribution of shares in 2016, pursuant to Internal Revenue Code Section 409A. The reporting person sold shares to satisfy tax withholding obligations in connection with the scheduled distribution.

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- (2) Includes 762 shares acquired through the Issuer's Employee Share Purchase Plan.
- (3) Options to repurchase vest in four or five annual installments and expire thirty years from date of grant. Includes 1,020, 859 and 320 options that vested on February 15, 2007, 2008 and 2009, respectively.

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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