Teabo Sheila J. Form 3 December 28, 2009

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

**OMB APPROVAL** 

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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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**SECURITIES** 

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement POST PROPERTIES INC [PPS] Teabo Sheila J. (Month/Day/Year) 12/22/2009 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 4401 NORTHSIDE (Check all applicable) PARKWAY, SUITE 800 (Street) 6. Individual or Joint/Group 10% Owner Director \_X\_\_ Officer \_ Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Senior Vice Pres. Person ATLANTA, GAÂ 30327 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 8,190.66 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) 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.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title	Derivative Security	Security:	

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	(1)	07/17/2013	Common Stock	10,000	\$ 26.07	D	Â
Stock Option (right to buy)	(1)	01/20/2014	Common Stock	2,500	\$ 27.98	D	Â
Stock Option (right to buy)	(1)	01/18/2015	Common Stock	2,334	\$ 32.53	D	Â
Stock Option (right to buy)	(1)	01/18/2016	Common Stock	3,500	\$ 40.15	D	Â
Stock Option (right to buy)	(2)	02/18/2017	Common Stock	2,080	\$ 48	D	Â
Stock Option (right to buy)	(3)	02/18/2019	Common Stock	8,500	\$ 12.22	D	Â
Units in 401(k) Plan	(4)	(4)	Common Stock	<u>(4)</u>	\$ <u>(4)</u>	D	Â

## **Reporting Owners**

Reporting Owner Name / Address	Relationships				
<b>F8</b>	Director	10% Owner	Officer	Other	
Teabo Sheila J. 4401 NORTHSIDE PARKWAY SUITE 800 ATLANTA, GA 30327	Â	Â	Senior Vice Pres.	Â	

# **Signatures**

/s/ Sherry Cohen, Power of Attorney 12/28/2009

\*\*Signature of Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Fully vested. Vested one-third annually beginning with one year after grant.
- (2) One third vested on 02/02/2008, one third vested on 02/02/2009 and remainder will vest on 02/02/2010.
- (3) Option vests one-third each year over a three year period beginning 02/09/2010, the first anniversary after the grant date.

The issuer's outside administrator for the employees 401(k) plan holds issuer stock in a pooled fund as a participant investment option. Participant contributions designated to be invested in issuer common stock are accounted for as units of interest in the issuer fund. Each unit was valued at \$5.3773 as of 12/22/2009. The unit value will fluctuate with fluctuations in the value of the issuer common stock and

the daily cash position. Dividends on the issuer common stock held in the issuer stock fund are included in the unit value. The number of shares of issuer stock attributable to the reporting person can be determined at any time by first multiplying the number of units in the reporting person's account by the then current unit price and dividing the total by the price of the issuer common stock. As of 12/22/2009, the reporting person held an equivalent of 163.3 shares in the issuer 401(k) Plan. The 401(k) plan is a "Qualified Plan" as defined in Rule 16b-3(b)(4).

Reporting Owners 2

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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.