

POST PROPERTIES INC  
Form 4  
August 06, 2014

**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).

**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 \*  
Ward David C.

(Last) (First) (Middle)

4401 NORTHSIDE PARKWAY,  
SUITE 800

(Street)

ATLANTA, GA 30327-3057

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
POST PROPERTIES INC [PPS]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/04/2014

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)  
EVP & Chief Investment Officer

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	08/04/2014		M		5,500	A	\$ 40.15
							23,813 <sup>(1)</sup> <sup>(2)</sup>
Common Stock	08/04/2014		S		5,500	D	\$ 54.386
							18,313 <sup>(1)</sup>
							<sup>(3)</sup>
Common Stock	08/04/2014		M		1,140	A	\$ 37.04
							19,453 <sup>(1)</sup>
Common Stock	08/04/2014		S		1,140	D	\$ 54.39
							18,313 <sup>(1)</sup>
Common Stock	08/04/2014		S		1,939	D	\$ 54.37
							16,374 <sup>(1)</sup>

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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 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)	Amount or Number of Shares
Stock Options (right to buy)	\$ 40.15	08/04/2014		M	5,500	01/18/2009 <sup>(4)</sup> 01/18/2016	Common Stock	5,500
Stock Options (right to buy)	\$ 37.04	08/04/2014		M	1,140	02/07/2014 <sup>(4)</sup> 02/07/2021	Common Stock	1,140

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ward David C. 4401 NORTHSIDE PARKWAY, SUITE 800 ATLANTA, GA 30327-3057			EVP & Chief Investment Officer	

## Signatures

Sherry Cohen, Power of Attorney  
08/06/2014

\_\_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 balance includes 10,404 restricted shares that have not vested.

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- (2) Balance includes 1,293 shares purchased under the Issuer's Employee Stock Purchase Plan (the "Plan"), during the purchase periods January 1, 2014 to June 30, 2014.

The price shown is the weighted average price at which shares were sold in multiple sales transactions made pursuant to a single market

- (3) order. The range of prices for the transactions made was \$54.37 to \$54.39. Upon request by SEC staff, the issuer or a security holder of the issuer, the reporting person will provide full information regarding the number of shares sold at each separate price.

- (4) Option fully vested.

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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