

BAILEY H C JR  
Form 4  
August 24, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
BAILEY H C JR

2. Issuer Name and Ticker or Trading Symbol  
EASTGROUP PROPERTIES INC  
[EGP]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
  
1022 HIGHLAND COLONY  
PARKWAY, SUITE 300  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/20/2010

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

RIDGLAND, MS 39157

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Ownership (Instr. 4) |   |          |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|----------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |  |   |          |
|                                 |                                      |  |                                | Code  | V   | Amount   |  |   |          |
| Common Stock                    | 06/29/2010                           |  | S                              | 5,000   | D   | \$ 35.202<br>(1)   | 8,777                                      | D |          |
| Common Stock                    |                                      |  |                                |   |   |  | 1,350                                      | I | Note (2) |
| Common Stock                    |                                      |  |                                |   |   |  | 3,736                                      | I | Note (3) |
| Common Stock                    |                                      |  |                                |   |   |  | 550  | I | Note (4) |
|                                 |                                      |  |                                |   |   |  | 600  | I | Note (5) |

Common  
Stock

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) | 8. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| Stock Options                              | \$ 21.4  |                                      |  |                                |   | 06/04/2001 06/03/2011                                    | Common Stock  | 2,250   |
| Stock Options                              | \$ 24.02   |                                      |  |                                |   | 05/29/2002 05/28/2012                                    | Common Stock  | 2,250   |
| Stock Options                              | \$ 26.6  |                                      |  |                                |   | 05/29/2003 05/28/2013                                    | Common Stock  | 2,250   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| BAILEY H C JR<br>1022 HIGHLAND COLONY PARKWAY<br>SUITE 300<br>RIDGLAND, MS 39157 | X             |           |         |       |

## Signatures

Michael C. Donlon, Attorney-in-Fact for H. C. Bailey, Jr. 08/24/2010

\*\*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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$35.23 to \$35.20, inclusive. The reporting person undertakes to provide to EastGroup Properties, Inc., any security holder of EastGroup

- (1) Properties, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.
- (2) Owned by a company of which the reporting person is Chairman and President.
- (3) Owned by a limited partnership of which the reporting person is a limited partner.
- (4) Owned by a limited partnership of which the reporting person is Vice President.
- (5) Owned by a limited partnership of which the reporting person is President of its general partner.

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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