

CAMPO RICHARD J

Form 4

February 19, 2013

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
CAMPO RICHARD 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)
3 GREENWAY PLAZA, SUITE
1300

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2013

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman and CEO

(Street)
HOUSTON, TX 77046

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. 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 of Beneficial Interest	02/14/2013	02/14/2013	A	35,424	A \$ 0 350,511	D	
Common Shares of Beneficial Interest	02/14/2013	02/14/2013	M	37,707	A \$ 42.9 388,218	D	
Common Shares of Beneficial	02/14/2013	02/14/2013	F	23,302	D \$ 69.42 364,916	D	

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Interest

Common
Shares of
Beneficial
Interest

02/14/2013 02/14/2013 A 900 ⁽¹⁾ A \$ 0 365,816 D

Common
Shares of
Beneficial
Interest

02/14/2013 02/14/2013 A 3,781 ⁽²⁾ A \$ 0 369,597 D

Common
Shares of
Beneficial
Interest

02/14/2013 02/14/2013 A 1,223 ⁽³⁾ A \$ 0 370,820 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 42.9	02/14/2013	02/14/2013	M		37,707		01/29/2005	01/29/2014	Common Shares	37,707

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CAMPO RICHARD J 3 GREENWAY PLAZA SUITE 1300 HOUSTON, TX 77046	X		Chairman and CEO	

Signatures

/s/ Richard J.
Campo

02/19/2013

__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 shares vest 10% on each of February 14, 2014 and 2015 and 80% on February 16, 2016.
- (2) The shares vest 10% on each of February 14, 2014, 2015, 2016 and 2017 and 60% on February 14, 2018.
- (3) The shares vest 20% per year on February 14, 2014, 2015, 2016, 2017 and 2018.

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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