

Hefner Stephen R.
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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hefner Stephen R.

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
X Officer (give title ____ Other (specify
below) below)
SVP - Construction

(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. 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	5,158	A \$ 0 41,257	D	
Common Shares of Beneficial Interest	02/14/2013	02/14/2013	M	2,000	A \$ 42.9 43,257	D	
Common Shares of Beneficial	02/14/2013	02/14/2013	M	8,325	A \$ 51,582 48.02	D	

Edgar Filing: Hefner Stephen R. - Form 4

Interest

Common
Shares of
Beneficial
Interest

02/14/2013	02/14/2013	M	12,737	A	\$ 30.06	64,319	D
------------	------------	---	--------	---	----------	--------	---

Common
Shares of
Beneficial
Interest

02/14/2013	02/14/2013	F	12,510	D	\$ 69.42	51,809	D
------------	------------	---	--------	---	----------	--------	---

Common
Shares of
Beneficial
Interest

02/14/2013	02/14/2013	A	660 ⁽¹⁾	A	\$ 0	52,469	D
------------	------------	---	--------------------	---	------	--------	---

Common
Shares of
Beneficial
Interest

02/14/2013	02/14/2013	A	<u>2,770</u> ⁽²⁾	A	\$ 0	55,239	D
------------	------------	---	--------------------------------	---	------	--------	---

Common
Shares of
Beneficial
Interest

02/14/2013	02/14/2013	A	<u>3,435</u> ⁽³⁾	A	\$ 0	58,674	D
------------	------------	---	--------------------------------	---	------	--------	---

Reminder: Report on a separate line for each class of securities beneficially 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.

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 42.9	02/14/2013	02/14/2013	M		2,000		01/29/2005	01/29/2014	Common Shares	2,000
Options	\$ 48.02	02/14/2013	02/14/2013	M		8,325		01/30/2009	01/30/2018	Common Shares	8,325
Options	\$ 30.06	02/14/2013	02/14/2013	M		12,737		01/28/2010	01/28/2019		12,737

Common
Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hefner Stephen R. 3 GREENWAY PLAZA SUITE 1300 HOUSTON, TX 77046				SVP - Construction

Signatures

/s/: Stephen R.
Hefner

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.
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.