

REGENCY CENTERS CORP
Form 4
February 11, 2016

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 *
RAMEY H CRAIG

2. Issuer Name and Ticker or Trading Symbol
REGENCY CENTERS CORP
[REG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
14500 UPLANDS DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/09/2016

____ Director
____ Officer (give title below) Other (specify below)
Managing Director

LAKE OSWEBO, OR 97034

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----------|---|
| | | | Code | V | Amount or Price | | | | |
| Common Stock | 02/09/2016 | | M | | 5,599 (1) | A | 24,517.25 | D | |
| Common Stock | 02/09/2016 | | F | | 2,093 | D | \$ 70.27 | 22,424.25 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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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 | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|-------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Restricted Stock Grant | \$ 0 | 02/09/2016 | | A | 4,827 | (3) | (3) | Common Stock | 4,827 |
| Restricted Stock | (2) | 02/09/2016 | | M | 1,282 | (2) | (2) | Common Stock | 1,282 |
| Restricted Stock | (2) | 02/09/2016 | | M | 705 | (2) | (2) | Common Stock | 705 |
| Restricted Stock | (2) | 02/09/2016 | | M | 1,951 | (2) | (2) | Common Stock | 1,951 |
| Restricted Stock | (2) | 02/09/2016 | | M | 1,223 | (2) | (2) | Common Stock | 1,223 |
| Dividend Equivalents | (1) | 02/09/2016 | | M | 438 | (1) | (1) | Common Stock | 438 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------------------|
| | Director | 10% Owner | Officer | Other |
| RAMEY H CRAIG 14500 UPLANDS DRIVE LAKE OSWEBO, OR 97034 | | | | Managing Director |

Signatures

/s/ Michael B. Kirwan, Attorney-in-Fact for Craig H. Ramey 02/11/2016

**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) Includes 438 shares accrued when and as dividends were paid on Regency Centers Corporation common stock and vested with the restricted stock to which they relate.
- (2) Vesting of restricted stock.

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(3) Shares vest 25% per year beginning on February 9, 2017.

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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