HOME PROPERTIES INC

Form 4

October 07, 2015

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to STATEMENT (

Expires: January 31, 2005

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person Hague Donald R.	2. Issuer Name and Ticker or Trading Symbol HOME PROPERTIES INC [HME]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) (First) (Middle)	3. Date of Earliest Transaction			
HOME PROPERTIES, INC., 850 CLINTON SQUARE	(Month/Day/Year) 10/07/2015	Director 10% Owner _X Officer (give title Other (specify below) Senior Vice President		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
ROCHESTER, NY 14604	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative :	Securi	ities Acqu	ired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock, Par Value \$.01	10/07/2015		A	7,538 (1)	A	\$ 0	21,823	D	
Common Stock, par Value \$.01	10/07/2015		D	21,823 (2)	D	\$ 75.23 (3)	0	D	
Common Stock, par Value \$.01	10/07/2015		D	734 (4)	D	\$ 75.23	0	I	401(K)

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. Transactic Code (Instr. 8)	orDeriva Securi Acqui	ities red (A) sposed of 3, 4,	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
Employee Stock Options	\$ 49.35	10/07/2015		D		2,270	<u>(5)</u>	05/11/2020	common stock	2,270
Employee Stock Option	\$ 62.09	10/07/2015		D		6,783	<u>(5)</u>	05/10/2021	common stock	6,783
Employee Stock Option	\$ 63.69	10/07/2015		D		4,929	<u>(5)</u>	05/08/2022	common stock	6,783
Deferred Share Units (9)	(10)	10/07/2015		D	951 (11)		(10)	(10)	common stock	951

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

Hague Donald R. HOME PROPERTIES, INC. 850 CLINTON SQUARE ROCHESTER, NY 14604

Senior Vice President

Signatures

/s/ Donald R. Hague, By Ann M. McCormick, attorney-in-fact 10/07/2015

**Signature of Reporting Person Date

Reporting Owners 2

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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) Represents shares received for no consideration that were earned based on the achievement of certain performance measures.
- (2) Includes common shares, restricted shares and restricted stock units, including those earned pursuant to performance-based measures.
- Disposed of pursuant to the merger of Home Properties, Inc. with and into an affiliate of Lone Star Real Estate Fund IV (U.S.), L.P. in exchange for the right to receive \$75.23 in cash per share.
- (4) Balance as of September 30, 2015.
- (5) Options were fully vested.
- Disposed of pursuant to the merger of Home Properties, Inc. with and into an affiliate of Lone Star Real Estate Fund IV (U.S.), L.P. in exchange for the right to receive \$25.88 per share.underlying the stock options, representing the spread between the exercise price and the merger price of \$75.23.
- Disposed of pursuant to the merger of Home Properties, Inc. with and into an affiliate of Lone Star Real Estate Fund IV (U.S.), L.P. in exchange for the right to receive \$13.14 per share.underlying the stock options, representing the spread between the exercise price and the merger price of \$75.23.
- Disposed of pursuant to the merger of Home Properties, Inc. with and into an affiliate of Lone Star Real Estate Fund IV (U.S.), L.P. in exchange for the right to receive \$11.54 per share.underlying the stock options, representing the spread between the exercise price and the merger price of \$75.23.
- (9) Deferred compensation held under the Issuer's deferred compensation plans ("DSUs").
- (10) Each DSU was the economic equivalent of one Issuer common share, and were initially payable pursuant to the Reporting Person's deferred compensation elections.
- (11) Includes DSUs acquired pursuant to dividend reinvestment.
- Disposed of pursuant to the merger of Home Properties, Inc. with and into an affiliate of Lone Star Real Estate Fund IV (U.S.), L.P. in exchange for the right to receive cash per DSU equal to the closing price for shares of Home Properties, Inc. common stock as listed on the New York Stock Exchange on the date before the merger occurs, as specified in the Home Properties, Inc. Director Deferred Compensation Plan.

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.