

CAMDEN PROPERTY TRUST  
Form 4  
February 10, 2014

**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  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
ODEN D KEITH

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)  
11 GREENWAY PLAZA, SUITE  
2400

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/06/2014

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

(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. 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 Beneficial Ownership (Instr. 4) |
|--------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------------------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                      |                                      |                                                    | Code                           | V                                                                 | Amount             | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| Common Shares of Beneficial Interest | 02/06/2014                           | 02/06/2014                                         | M                              |                                                                   | 52,029             | A          | \$ 45.53                                                                                      | 442,473                                                  | D                                                     |
| Common Shares of Beneficial Interest | 02/06/2014                           | 02/06/2014                                         | F                              |                                                                   | 36,585             | D          | \$ 64.75                                                                                      | 405,888                                                  | D                                                     |
| Common Shares of Beneficial          | 02/06/2014                           | 02/06/2014                                         | A                              |                                                                   | 965 <sup>(1)</sup> | A          | \$ 0                                                                                          | 406,853                                                  | D                                                     |

# Edgar Filing: CAMDEN PROPERTY TRUST - Form 4

Interest

Common

Shares of  
Beneficial

Interest

02/06/2014

02/06/2014

A

4,054  
(2)

A

\$ 0

411,269 (3)

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                    |                  |                                     |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|----------------------------------------------------------------|--------------------|------------------|-------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                      | (A)                                                            | (D) | Date<br>Exercisable                                            | Expiration<br>Date | Title            | Amount<br>or<br>Number<br>of Shares |
| Options                                             | \$ 64.75                                                           | 02/06/2014                              | 02/06/2014                                                  | A                                    |                                                                                                        | 36,585                                                         |     | 02/06/2014                                                     | 02/02/2015         | Common<br>Shares | 36,585                              |
| Options                                             | \$ 45.53                                                           | 02/06/2014                              | 02/06/2014                                                  | M                                    |                                                                                                        | 52,029                                                         |     | 02/15/2006                                                     | 02/02/2015         | Common<br>Shares | 52,029                              |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |           |       |
|----------------------------------------------------------------------|---------------|-----------|-----------|-------|
|                                                                      | Director      | 10% Owner | Officer   | Other |
| ODEN D KEITH<br>11 GREENWAY PLAZA<br>SUITE 2400<br>HOUSTON, TX 77046 | X             |           | President |       |

## Signatures

/s/: D. Keith  
Oden

02/10/2014

\*\*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 6, 2015 and 2016 and 80% on February 6, 2017.

(2) The shares vest 10% on each of February 6, 2015, 2016, 2017 and 2018 and 60% on February 6, 2019.

(3) Includes 362 shares acquired through the issuer's Employee Share Purchase Plan.

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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