

CAMDEN PROPERTY TRUST  
 Form 4  
 January 09, 2014

**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 \*  
 STEWART H MALCOLM

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  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/07/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Chief Operating Officer

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) | (A) or (D) | 5. Amount or Price | 6. Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 7. Nature of Ownership Indirect or Direct (Instr. 4) |
|--------------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|--|
| Common Shares of Beneficial Interest | 01/07/2014                           | 01/07/2014   | M                              | 4,215   | A          | \$ 10.5125         | 281,471   | D  |
| Common Shares of Beneficial Interest | 01/07/2014                           | 01/07/2014   | M                              | 8,053   | A          | \$ 10.975          | 289,524   | D  |
| Common Shares of Beneficial Interest | 01/07/2014                           | 01/07/2014   | M                              | 961   | A          | \$ 11.38           | 290,485   | D  |

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Interest

|                                      |            |            |   |       |   |           |         |   |
|--------------------------------------|------------|------------|---|-------|---|-----------|---------|---|
| Common Shares of Beneficial Interest | 01/07/2014 | 01/07/2014 | M | 1,603 | A | \$ 10.725 | 292,088 | D |
|--------------------------------------|------------|------------|---|-------|---|-----------|---------|---|

|                                      |            |            |   |        |   |           |         |   |
|--------------------------------------|------------|------------|---|--------|---|-----------|---------|---|
| Common Shares of Beneficial Interest | 01/07/2014 | 01/07/2014 | S | 29,135 | D | \$ 59.065 | 262,953 | 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.**

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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) | 8. Price of Derivative Security (Instr. 3) |                            |         |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|---------|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |         |
| Deferred RT Shares                         | <u>(1)</u>   | 01/07/2014                           | 01/07/2014   | M                              | 4,215   | <u>(2)</u>   | <u>(2)</u>  | Common Shares                              | 4,215                      | \$ 10.5 |
| Deferred RT Shares                         | <u>(1)</u>   | 01/07/2014                           | 01/07/2014   | M                              | 8,053   | <u>(2)</u>   | <u>(2)</u>  | Common Shares                              | 8,053                      | \$ 10.  |
| Deferred RT Shares                         | <u>(1)</u>   | 01/07/2014                           | 01/07/2014   | M                              | 1,603   | <u>(2)</u>   | <u>(2)</u>  | Common Shares                              | 1,603                      | \$ 10.  |
| Deferred RT Shares                         | <u>(1)</u>   | 01/07/2014                           | 01/07/2014   | M                              | 961   | <u>(2)</u>   | <u>(2)</u>  | Common Shares                              | 961                        | \$ 11   |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| STEWART H MALCOLM<br>3 GREENWAY PLAZA<br>SUITE 1300<br>HOUSTON, TX 77046 |               |           | Chief Operating Officer |       |

## Signatures

/s/ H. Malcolm  
Stewart

01/09/2014

\*\*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) Granted by the committee appointed in accordance with the provisions of the Company's Rabbi Trust, options represent the right to purchase shares at a price equal to 25% of the market value of the shares at date of grant.
  - (2) Options to repurchase vest in up to five equal installments and expire thirty years from date of grant. Includes 14,832 options that vested on February 15, 2007.

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.