## Edgar Filing: ESSEX PROPERTY TRUST INC - Form 4

ESSEX PRO Form 4 May 10, 200	OPERTY TRUST	INC	0								
FORM	ΠД								PPROVA	L	
	UNITED	STATES		RITIES A shington			COMMISSION	N OMB Number:	3235-0		
Check tl if no lor subject t Section Form 4 Form 5	to <b>STATEN</b> 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES							Expires:January 31200Estimated averageburden hours perresponse0.		
obligation may cor <i>See</i> Inst 1(b).	ons Section 17(	a) of the l	Public U	Jtility Hol	ding Con		nge Act of 1934, of 1935 or Sectio 940	on			
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> SMITH WILLARD H JR			2. Issuer Name <b>and</b> Ticker or Trading Symbol ESSEX PROPERTY TRUST INC			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
			[ESS]				(chief an approacte)				
(Last) (First) (Middle) 7231 ENCELIA DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 05/08/2007			X_Director10% Owner Officer (give titleOther (specify below) below)					
(Street)			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					
LA JOLLA	, CA 92037						Form filed by Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	ļ	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature Indirect Beneficial Ownershi (Instr. 4)	1	
				Code V		(D) Price					
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities benef	-	-	-	ation of	50 1474		
					inforn requir	nation cont ed to respo ys a currei	spond to the colle ained in this form ond unless the for ntly valid OMB co	i are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 125.84	05/08/2007		А		2,500		05/08/2008	05/08/2017	Common Stock	2,500	

## **Reporting Owners**

Reporting Owner Name / Addro	ess	Relationships							
	Director	10% Owner	Officer	Other					
SMITH WILLARD H JR 7231 ENCELIA DRIVE LA JOLLA, CA 92037	Х								
Signatures									
/s/ Willard H. Smith	05/08/2007								
<u>**</u> 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).

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.

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