

RAMCO GERSHENSON PROPERTIES TRUST
 Form 4
 July 01, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 ROSENFELD MARK K

(Last) (First) (Middle)

818 S. DELAWARE AVENUE

(Street)

TAMPA, FL 33606

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 RAMCO GERSHENSON PROPERTIES TRUST [NYSE: RPT]

3. Date of Earliest Transaction (Month/Day/Year)
 06/30/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 (D) Price | | | |
| Common Shares of Beneficial Interest | 06/30/2011 | | A | | 4,039 <u>(1)</u> <u>(2)</u> | A | \$ 0 34,039 | D |
| Common Shares of Beneficial Interest | | | | | | | 2,700 | I By wife |
| Common Shares of Beneficial Interest | | | | | | | 500 | I By son |

Interest

Common
Shares of
Beneficial
Interest

400

I

By
daughter

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. 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. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| ROSENFELD MARK K 818 S. DELAWARE AVENUE TAMPA, FL 33606 | | X | | |

Signatures

/s/ Gregory R. Andrews, by power of attorney
Date: 07/01/2011

**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) These shares are comprised of 2,000 shares granted under the Ramco-Gershenson Properties Trust 2008 Restricted Share Plan for Non-Employee Trustees and 2,039 shares granted under the Ramco-Gershenson Properties Trust 2009 Omnibus Long-Term Incentive

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Plan.

- (2) Under the Ramco-Gershenson Properties Trust Deferred Fee Plan for Trustees, each trustee may elect to defer the receipt of all or a portion of the fees (cash and stock) earned for services until the earlier of (i) January 15 of the year following the termination of such trustee's service, (ii) the first day of the month after such trustee's retirement age, (iii) upon a change in control of the trust and (iv) upon the death of such trustee. The trustee may elect to credit any cash fees to a stock account or a cash account. Stock fees deferred can only be credited to the stock account. Mr. Rosenfeld has elected to defer only the stock-based portion of his 2011 retainer fee which is set forth in Table I above.

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.