

HOME PROPERTIES INC
Form 4
October 07, 2015

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HELBIG LEONARD F III

(Last) (First) (Middle)

**HOME PROPERTIES, INC., 850
CLINTON SQUARE**

(Street)

ROCHESTER, NY 14604

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

HOME PROPERTIES INC [HME]

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

10/07/2015

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 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock, Par Value \$.01	10/07/2015		D		54,520 (1)	\$ 75.23 (2)	0 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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information contained in this form are not
required to respond unless the form
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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)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Deferred Share Units <u>(3)</u>	<u>(4)</u>	10/07/2015		D		25,515 <u>(5)</u>		<u>(4)</u>	<u>(4)</u>	common stock	25,515
Stock Options	\$ 49.35	10/07/2015		D			969	<u>(8)</u>	05/11/2020	common stock	969

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HELBIG LEONARD F III HOME PROPERTIES, INC. 850 CLINTON SQUARE ROCHESTER, NY 14604	X

Signatures

/s/ Leonard F. Helbig, III, By Ann M. McCormick,
attorney-in-fact

10/07/2015

 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) Includes common shares, restricted shares and DRIP shares.

(2) Disposed of pursuant to the merger of Home Properties, Inc. with and into an affiliate of Lone Star Estate Fund IV (U.S.), L.P. in exchange for the right to receive \$75.23 in cash per share.

(3) Deferred compensation held under the Issuer's deferred compensation plan ("DSUs").

(4) Each DSU was the economic equivalent of one Issuer common share, and were initially payable pursuant to the Reporting Person's deferred compensation elections.

(5) Includes DSUs acquired pursuant to dividend investment.

(6) 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.

(7) Disposed of pursuant to the merger of Home Properties, Inc. with and into an affiliate of Lone Star 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.

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(8) Options were fully vested.

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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