### Edgar Filing: ACADIA REALTY TRUST - Form 4

ACADIA RH Form 4 February 17,	EALTY TRUST 2016										
FORM	14					<b></b>	NOTIO		OMB AP	PROVAL	
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMI Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSH SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of Section 17(a) of the Public Utility Holding Company Act of 1935 of							OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o Form 5 obligation	6. Filed purs								Expires: January 3 200 Estimated average burden hours per response 0		
may cont See Instru 1(b).	inue. Section 17(a			•	•	· ·	y Act of 1 2t of 1940				
(Print or Type F	Responses)										
NAPOLITANO JOSEPH S								5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	liddle)	3. Date of	Earliest Tr	ansaction		-	(Check	all applicable)	)	
	IA REALTY 1 THEODORE F1 SUITE 300		(Month/D 02/16/2(	-			- - b	Director _X Officer (give t pelow) Sr. V		Owner r (specify	
	(Street)			ndment, Da th/Day/Year	-	ıl	A	5. Individual or Joi Applicable Line) X_ Form filed by Oi			
RYE, NY 10	0580						Ē	Form filed by Mo Person	ore than One Rep	oorting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative	Secur	rities Acqui	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	urity (Month/Day/Year) Execution Date, if tr. 3) any			3. 4. Securities Acquired (A Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price				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)	
Common Shares of					Tinount	(D)	Thee				
Beneficial Interest - \$.001 Par Value	02/16/2016			С	5,941	A (1)	(1)	6,059	D		
Common Shares of Beneficial Interest - \$.001 Par	02/16/2016			S	5,941	D	\$ 33.0069 (2)	118 <u>(3)</u>	D		

**Reporting Owners** 

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#### 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.

# 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. Transacti Code (Instr. 8)	orDerivati Securitio Acquire Dispose	I.		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Limited Partnership Units	<u>(1)</u>	02/16/2016		C		5,941	<u>(1)</u>	<u>(1)</u>	Operating Partnership Units	5,941
Operating Partnership Units	(1)	02/16/2016		C	5,941		<u>(1)</u>	<u>(1)</u>	Operating Partnership Units	5,941
Operating Partnership Units	(1)	02/16/2016		C		5,941	<u>(1)</u>	<u>(1)</u>	Common Shares	5,941

## **Reporting Owners**

Reporting Owner Name / Address		Relationships					
r g a start a start and	Director	10% Owner	Officer	Other			
NAPOLITANO JOSEPH C/O ACADIA REALTY TRUST 411 THEODORE FREMD AVENUE, SUITE 300 RYE, NY 10580			Sr. Vice President				
Signatures							
Joseph							

Napolitano 02/17/2016 <u>\*\*</u>Signature of Date Reporting Person

## **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).

These limited partnership units ("LTIP Units") in Acadia Realty Limited Partnership ("ARLP") represent a portion of the LTIPs that were granted to Mr. Napolitano in 2009 and 2010 which vested in accordance with the terms of each grant. The LTIPs are exchangeable on a

granted to Mi. Papontatio in 2009 and 2010 which vested in accordance with the terms of each grant. The ETH's are exchangeable on a 1:1 basis for common operating partnership units of ARLP ("OP Units") which, in turn, are exchangeable on a 1:1 basis for common shares of beneficial interest of Acadia Realty Trust. There is no expiration date for the conversion of LTIP Units or OP Units.

These shares were sold in 32 separate sales transactions at a weighted average sales price of \$33.0069. The actual price at which these shares were sold range from \$32.91 to \$33.20 per share. Mr. Napolitano will provide, upon request by the Securities and Exchange

- (2) Shares were sold range from \$52.51 to \$55.20 per share. With Papontano will provide, upon request by the securities and Exchange
   Commission staff, the issuer, or a security holder of the issuer, full, detailed information regarding the number of shares sold at each separate price.
- (3) This number represents the total number of Common Shares (all vested) held by Mr. Napolitano at this time.
- (4) This number represents the total number of LTIP Units (59,507 vested and 34,001 unvested) held by Mr. Napolitano following the conversion of 5,941 LTIP Units into an equal number of OP Units, as reported in this Form 4.
- (5) This number represents the total number of OP Units held by Mr. Napolitano following the conversion of 5,941 LTIP Units into an equal number of OP Units, as reported in this Form 4.
- (6) This number represents the total number of OP Units held by Mr. Napolitano following the conversion of 5,941 OP Units into an equal number of Common Shares, as reported in this Form 4.

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.