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PREFERRED APARTMENT COMMUNITIES INC

Form 4 May 13, 2016

FORM 4 UNITED ST.

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

OMB Number: 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

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

Washington, D.C. 20549

burden hours per response... 0.5

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1(b).

(Print or Type Responses)

WILLIAMS JOHN A Syr			2. Issuer Name ar ymbol REFERRED A OMMUNITIE	APARTM	ENT	ıg	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Month/E			Date of Earliest 7 Month/Day/Year) 5/12/2016	Fransaction			X Director 10% Owner X Officer (give title Other (specify below)			
ATLANTA	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) A, GA 30327				al		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(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 Da any (Month/Day/	3. ate, if Transact Code /Year) (Instr. 8)	4. Securion(A) or D (Instr. 3,	ties Accisposed 4 and 5	quired of (D)	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	
Common Stock, par value \$0.01	05/12/2016		P	100	,	\$ 13.8	6,300	D		
Common Stock, par value \$0.01							43,265 (1)	I	NELL Partners, Inc.	
	05/12/2016		P	1,000	A		6,722	I	By spouse	

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Common Stock, par value \$0.01					\$ 13.76			
Common Stock, par value \$0.01	05/12/2016	P	200	A	\$ 13.8	6,922	I	By spouse
Common Stock, par value \$0.01	05/12/2016	P	200	A	\$ 13.78	781	I	By 2003 Children's Trust (2)
Common Stock, par value \$0.01						50	I	By son

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.

SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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.	6. Date Exer	cisable and	7. Title	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amour	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securit	ties	(Instr. 5)
	Derivative				Securities	3		(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		Or Number	
						Exercisable	Date		of	
				C-1- 1	7. (A) (D)					
				Code V	I (A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
. U	Director	10% Owner	Officer	Other			
WILLIAMS JOHN A	X		Chief Executive Officer				
PREFERRED APARTMENT COMMUNITIES, INC.							

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3284 NORTHSIDE PARKWAY NW, SUITE 150 ATLANTA, GA 30327

Signatures

/s/ Jeffrey R. Sprain, as attorney-in-fact

05/13/2016

**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).
 - John A. Williams, Leonard A. Silverstein and Daniel M. DuPree share joint voting and investment power over the shares held by NELL Partners, Inc. Mr. Williams disclaims any economic interest in such shares, 63% of which are owned indirectly by the Nancy Ann
- (1) Richardson Williams Children's Trust, formed on January 30, 1995, a trust created by Mr. Williams' spouse for the benefit of their children; 27% of which are owned indirectly by Northside Partners Trust, formed on November 2, 2009, a trust created by Mr. Silverstein's spouse for the benefit of their children; and 10% of which are owned indirectly by Daniel M. DuPree.
- These shares are held in a trust for the benefit of the reporting person's children. The reporting person's spouse is trustee of the trust. The reporting person disclaims beneficial ownership of these securities and the filing of this report is not an admission that the reporting person is the beneficial owner of these securities for the purposes of Section 16 or for any other purpose.

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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