

HOME PROPERTIES INC
Form 4
May 13, 2014

FORM 4

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

OMB APPROVAL

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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 *
SMITH JOHN E

(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)

05/11/2014

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)

Senior Vice President

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, Par Value \$.01	05/11/2014		F		401 ⁽¹⁾ D \$ 62.49	63,768	D
Common Stock, Par Value \$.01	05/11/2014		F		518 ⁽²⁾ D \$ 62.49	63,250	D
Common Stock, Par Value \$.01	05/12/2014		M		2,949 A \$ 33.9	66,199	D
Common Stock, Par	05/12/2014		F		1,913 D \$ 62.3792	64,286	D

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Value \$.01					(3)		
Common Stock, Par Value \$.01	05/12/2014	M	2,439	A	\$ 33.9	66,725	D
Common Stock, Par Value \$.01	05/12/2014	F	1,744	D	\$ 62.3813 (4)	64,981	D
Common Stock, Par Value \$.01	05/12/2014	M	3,442	A	\$ 49.35	68,423	D
Common Stock, Par Value \$.01	05/12/2014	F	3,000	D	\$ 62.4314 (5)	65,423	D

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

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(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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase Common Stock	\$ 33.9	05/12/2014		M	2,949	05/11/2010 05/11/2019	common stock	2,949	
Option to Purchase Common Stock	\$ 33.9	05/12/2014		M	2,439	05/11/2010 05/11/2019	common stock	2,439	
Option to Purchase Common Stock	\$ 49.35	05/12/2014		M	3,442	05/11/2011 05/11/2020	common stock	3,442	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMITH JOHN E HOME PROPERTIES, INC. 850 CLINTON SQUARE ROCHESTER, NY 14604			Senior Vice President	

Signatures

/s/ John E. Smith, By Ann M. McCormick,
attorney-in-fact

05/13/2014

__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) Represents shares withheld from 1,082 shares of restricted stock, as to which restrictions had lapsed to pay Reporting Person's tax liability.
- (2) Represents shares withheld from 1,401 shares of restricted stock, as to which restrictions had lapsed to pay Reporting Person's tax liability.
- (3) Represents the weighted average sales price with shares sold at prices ranging from \$62.22 to \$62.5525. Upon request by the commission staff, the issuer, or a security holder of the issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- (4) Represents the weighted average sales price with shares sold at prices ranging from \$62.25 to \$62.57. Upon request by the commission staff, the issuer, or a security holder of the issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.
- (5) Represents the weighted average sales price with shares sold at prices ranging from \$62.28 to \$62.585. Upon request by the commission staff, the issuer, or a security holder of the issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price.

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.