

HUGHES B WAYNE JR  
Form 4  
May 16, 2012

**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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HUGHES B WAYNE JR

(Last) (First) (Middle)

C/O PUBLIC STORAGE, 701  
WESTERN AVENUE

(Street)

GLENDAL, CA 91201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Public Storage [PSA]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/26/2012

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock				(A) or (D)	8,005	D <sup>(11)</sup>	
Common Stock				(A) or (D)	11,348	D <sup>(1)</sup>	
Common Stock				(A) or (D)	1,000,000	I	As Successor Trustee <sup>(14)</sup>
Common Stock	01/26/2012		G V	15,946 D \$ 0	4,686,080	I	As Trustee <sup>(13)</sup>
Common Stock					25,692	I	By wife as custodian

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Common Stock	3,390	I	<sup>(2)</sup> Custodian <sup>(3)</sup>
Common Stock	8,506	I	Custodian <sup>(4)</sup>
Common Stock	233	I	By wife IRA <sup>(5)</sup>
Common Stock	444	I	By wife <sup>(6)</sup>
Common Stock	44,312	I	By IRA <sup>(7)</sup>
Common Stock	17,890	I	By wife as custodian <sup>(8)</sup>
Common Stock	400,000	I	By LLC <sup>(9)</sup>

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 or Value of Derivative Security (Instr. 3)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) <sup>(12)</sup>	\$ 144.97							05/03/2013	05/03/2022	Common Stock	5,000
Stock Option	\$ 115.96							05/05/2012	05/05/2021	Common Stock	5,000

(right to  
buy) (12)Stock  
Option  
(right to  
buy) (12)

\$ 94.25

05/06/2011 05/06/2020

Common  
Stock 5,000Stock  
Option  
(right to  
buy) (12)

\$ 62.8

05/07/2010 05/07/2019

Common  
Stock 5,000Stock  
Option  
(right to  
buy) (12)

\$ 91.81

05/08/2009 05/08/2018

Common  
Stock 5,000Stock  
Option  
(right to  
buy) (12)

\$ 91.68

05/03/2008 05/03/2017

Common  
Stock 2,500Stock  
Option  
(right to  
buy) (12)

\$ 74.23

08/02/2008 08/02/2017

Common  
Stock 2,500Stock  
Option  
(right to  
buy) (10)

\$ 60.06

05/05/2006 05/05/2015

Common  
Stock 2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUGHES B WAYNE JR C/O PUBLIC STORAGE 701 WESTERN AVENUE GLENDALE, CA 91201	X	X		

## Signatures

/s/ David Goldberg, Attorney  
in Fact

05/16/2012

\*\*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) By Tamara Hughes Gustavson and B. Wayne Hughes, Jr. - Separate Property.

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- (2) By wife as custodian for daughter.
- (3) By reporting person as custodian for son.
- (4) By reporting person as custodian for daughter.
- (5) By custodian of an IRA for benefit of wife.
- (6) By wife.
- (7) By custodian of an IRA for benefit of reporting person. Includes rollover of 43,081 shares from reporting person's 401(K) plan.
- (8) By wife as custodian for son.
- (9) Reporting person is the successor trustee of two trusts for the benefit of his children that own a 50% interest in a limited liability company that owns a total of 800,000 shares.
- (10) Stock Options granted pursuant to the 2001 Stock Option and Incentive Plan; options vest in 3 equal annual installments beginning 1 year from grant date.
- (11) By reporting person and wife as joint tenants.
- (12) Stock Options granted pursuant to the 2007 Equity and Performance-Based Incentive Compensation Plan; options vest in 3 equal annual installments beginning 1 year from grant date.
- (13) By B. Wayne Hughes, Jr., trustee for B. Wayne Hughes, Jr. Living Trust.
- (14) By reporting person as successor trustee and holder of remainder interest in charitable lead annuity trusts.

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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