Edgar Filing: Brixmor Property Group Inc. - Form 4

| Brixmor Proj Form 4 March 14, 20 | perty Group Inc. | | | | | | | | | |
|---|--|----------------|--|---|---|--------------|---|--|----------------|--|
| Check thi if no long subject to Section 1 Form 4 or Form 5 obligation | JRITIES AND EXCHANGE COMMISSION Jashington, D.C. 20549 ANGES IN BENEFICIAL OWNERSHIP OF SECURITIES 16(a) of the Securities Exchange Act of 1934, Utility Holding Company Act of 1935 or Section | | | | OMB APPROVAL OMB 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5 | | | | | |
| may cont See Instru 1(b). (Print or Type F | inue. Section 17(a) of a school 17(a) of 30 |)(h) of the In | • | . | · · | | | n | | |
| SIEGEL STEVEN F Symbol | | | . Issuer Name and Ticker or Trading mbol rixmor Property Group Inc. [BRX] | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) C/O BRIXM GROUP INC AVENUE | Date of Earliest Transaction ionth/Day/Year) /13/2017 | | | | Director 10% Owner X Officer (give title Other (specify below) See Remarks | | | | | |
| NEW YORI | (Street) 4. If Amer Filed(Mont NEW YORK, NY 10017 | | | | | | 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) | Tabl | e I - Non-D | erivative S | ecurit | ies Aco | Person uired, Disposed of | f. or Beneficial | lv Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date 2A. (Month/Day/Year) Exe any (Mo | Deemed | 3. | 4. Securit on(A) or Dis (D) (Instr. 3, 4 | ies Ac sposed | quired of | 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 | |
| Common Stock | 03/13/2017 | | A | 14,630 | (D) A | <u>(1)</u> | 316,347 | D | | |
| Common Stock | | | | | | | 1,000 | I | By daughter | |

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

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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) | 5. Number of orDerivative 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 |
| Common units of Brixmor Operating Partnership LP | <u>(1)</u> | 03/13/2017 | | D | 14,630 | <u>(1)</u> | <u>(1)</u> | Common Stock | 14,630 |

Reporting Owners

| Reporting Owner Name / Address | | Relationships | | | | | |
|--|------------|---------------|-----------|-------------|-------|--|--|
| informing o when i wh | | | 10% Owner | Officer | Other | | |
| SIEGEL STEVEN F C/O BRIXMOR PROPERTY GROUP INC. 450 LEXINGTON AVENUE NEW YORK, NY 10017 | | | | See Remarks | | | |
| Signatures | | | | | | | |
| /s/ Steven F. | 03/14/2017 | | | | | | |

Siegel **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).

Pursuant to the terms of the Amended and Restated Agreement of Limited Partnership of Brixmor Operating Partnership LP (the

(1) "Partnership"), dated October 29, 2013 (as amended, the "Partnership Agreement"), common units of the Partnership were redeemed in exchange for shares of common stock of the Issuer on a one-for-one basis.

Remarks:

Remarks

Executive Vice President, General Counsel

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.