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CBL & ASSOCIATES PROPERTIES INC

Form 4

January 08, 2014

FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

3235-0287

OMB APPROVAL

Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

Estimated average burden hours per response... 0.5

may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **DOMINSKI MATTHEW**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Symbol

(Check all applicable)

CBL & ASSOCIATES

PROPERTIES INC [CBL] 3. Date of Earliest Transaction

_X__ Director Officer (give title

10% Owner Other (specify

1033 SKOKIE BOULEVARD,

(First)

01/07/2014

(Middle)

below)

6. Individual or Joint/Group Filing(Check

SUITE 660

(Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Issuer

NORTHBROOK, IL 60062

(City)	(State) (Z	ip) Table	I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed	of, or Benefic	ially 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 ionAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	01/07/2014		Code V	Amount 1,500 (1)	or (D)	Price	(Instr. 3 and 4) 13,873	(Instr. 4)	
Preferred Series D Depositary Shares							15,000	D (2)	
Preferred Series D Depositary Shares							22,324	I	Family Limited Partnership

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans

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 Exerc	cisable and	7. Tit	le and	8. Price of	
Derivative		Conversion	(Month/Day/Year)	Execution Date, if	TransactionNu		umber	per Expiration Date		Amount of		Derivative	
	Security	or Exercise		any	Code	of	f	(Month/Day/	Year)	Under	rlying	Security	
((Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	3) D	erivative	e		Secur	ities	(Instr. 5)	
		Derivative				Securities			(Instr.	3 and 4)			
		Security				Acquired							
						(A	A) or						
						D	isposed						
						of	f (D)						
						(I	nstr. 3,						
						4,	and 5)						
											Amount		
											Amount		
								Date	Expiration Date	or Title Nu			
								Exercisable					
					C- 1-	3 7 ()	(D)				of		
					Code	V (F	A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DOMINSKI MATTHEW 1033 SKOKIE BOULEVARD, SUITE 660 X NORTHBROOK, IL 60062

Signatures

/s/ Matthew S.
Dominski
01/08/2014

**Signature of Reporting 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) Grant of restricted Common Stock pursuant to the terms of the CBL & Associates Properties, Inc. 2012 Stock Incentive Plan, as amended.
- (2) The shares are held in the Reporting Person's IRA Account.

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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