

CAMDEN PROPERTY TRUST  
 Form 4  
 February 10, 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 \*  
 STEWART H MALCOLM

2. Issuer Name and Ticker or Trading Symbol  
 CAMDEN PROPERTY TRUST [CPT]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 11 GREENWAY PLAZA, SUITE 2400  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/06/2014

\_\_\_ Director \_\_\_ 10% Owner  
 \_\_\_X\_\_\_ Officer (give title below) \_\_\_ Other (specify below)  
 Chief Operating Officer

HOUSTON, TX 77046

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_X\_\_\_ Form filed by One Reporting Person  
 \_\_\_ Form filed by More than One Reporting Person

(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 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 or Price		
Common Shares of Beneficial Interest	02/06/2014	02/06/2014	M		2,082 A \$ 48.02	265,035	D
Common Shares of Beneficial Interest	02/06/2014	02/06/2014	M		20,976 A \$ 30.06	286,011	D
Common Shares of Beneficial Interest	02/06/2014	02/06/2014	F		11,282 D \$ 64.75	274,729	D

Interest

Common Shares of Beneficial Interest	02/06/2014	02/06/2014	A	736 <sup>(1)</sup>	A	\$ 0	275,465	D
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Common Shares of Beneficial Interest	02/06/2014	02/06/2014	A	3,091 <sup>(2)</sup>	A	\$ 0	278,556	D
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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. 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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 48.02	02/06/2014	02/06/2014	M	2,082	01/30/2009 01/30/2018	Common Shares	2,082	
Options	\$ 30.06	02/06/2014	02/06/2014	M	20,976	01/28/2010 01/28/2019	Common Shares	20,976	
Options	\$ 64.75	02/06/2014	02/06/2014	A	1,544	02/06/2014 01/30/2018	Common Shares	1,544	
Options	\$ 64.75	02/06/2014	02/06/2014	A	9,738	02/06/2014 01/28/2019	Common Shares	9,738	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STEWART H MALCOLM 11 GREENWAY PLAZA SUITE 2400 HOUSTON, TX 77046			Chief Operating Officer	

## Signatures

/s/ H. Malcolm  
Stewart

02/10/2014

\_\_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) The shares vest 10% on each of February 7, 2015 and 2016 and 80% on February 7, 2017.

(2) The shares vest 10% on each of February 7, 2015, 2016, 2017 and 2018 and 60% on February 7, 2019.

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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