AVALONBAY COMMUNITIES INC

Form 4 May 12, 2016

value \$.01

per share

FORM	л <u>д</u>					OMB AP	PROVAL		
1 Ortiv	UNITED		URITIES AND EX Vashington, D.C. 2		MMISSION	OMB Number:	3235-0287		
if no lon, subject to Section 2 Form 4 c Form 5 obligation may con	Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction See Instruction STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Expenses and 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					Expires: Estimated avburden hours response			
(Print or Type	Responses)								
1. Name and Address of Reporting Person * McLaughlin William M 2. Issuer Name and Symbol AVALONBAY CINC [AVB]				I	ssuer	o of Reporting Person(s) to heck all applicable)			
(Last) C/O AVAL COMMUN INC., BALL GLEBE RO	ONBAY ITIES, LSTON TOWER	(Montl 05/10	e of Earliest Transaction h/Day/Year) h/2016	_	Director _X Officer (give to elow) Executive		Owner · (specify nt		
ARLINGTO	(Street) ON, VA 22203		mendment, Date Origin Month/Day/Year)	A - -	. Individual or Join Applicable Line) X_ Form filed by On Form filed by Mo erson	ne Reporting Per	son		
(City)	(State)	(Zip) T	able I - Non-Derivativ	e Securities Acqui	red, Disposed of,	or Beneficiall	y Owned		
1.Title of Security (Instr. 3) Common Stock, par value \$.01 per share	2. Transaction Date (Month/Day/Year) 05/10/2016	2A. Deemed Execution Date, if any (Month/Day/Year)	TransactiorDisposed Code (Instr. 3,	(A) or (D) Price	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, par					2,315 (3)	I	Held by, for or in		

trust for

children

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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. Title	e and	8. Price of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration D	ate	Amou	nt of	Derivative	
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	
	Derivative				Securities	3		(Instr.	3 and 4)		
	Security				Acquired						
					(A) or						
					Disposed						
					of (D)						
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		Or		
						Exercisable	Date		Number		
				C-1- 1	7. (A) (D)				of		
				Code V	I (A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

McLaughlin William M C/O AVALONBAY COMMUNITIES, INC. BALLSTON TOWER, 671 N. GLEBE ROAD ARLINGTON, VA 22203

Executive Vice President

Signatures

Catherine T. White, as attorney-in-fact under Power of Attorney dated February 22, 2010.

05/12/2016

**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).
- This transaction was executed in multiple trades at prices ranging from \$190.85 to \$190.99. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (2) The amount of securities owned following the reported transaction reflects direct ownership of all shares of common stock, including restricted shares.
- (3) No transaction is reported. The amount of securities owned indirectly following the reported transaction is included for information purposes only.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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