

REGENCY CENTERS CORP
 Form 4
 February 11, 2016

FORM 4

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

OMB APPROVAL

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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 *
ROTH ALAN TODD

2. Issuer Name and Ticker or Trading Symbol
**REGENCY CENTERS CORP
 [REG]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1919 GALLOWS ROAD SUITE
 1000

3. Date of Earliest Transaction (Month/Day/Year)
 02/09/2016

____ Director
 ____ Officer (give title below) 10% Owner
 Other (specify below)
 Managing Director

(Street)
 VIENNA, VA 22182

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount or (D) Price		
Common Stock	02/09/2016		M		7,115 <u>(1)</u>	A	11,373.64 D
Common Stock	02/09/2016		F		2,412 \$ 70.27	D	8,961.64 D

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

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SEC 1474
 (9-02)

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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 Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Grant	\$ 0	02/09/2016		A	5,258	(3)	(3)	Common Stock	5,258
Restricted Stock	(2)	02/09/2016		M	1,405	(2)	(2)	Common Stock	1,405
Restricted Stock	(2)	02/09/2016		M	2,165	(2)	(2)	Common Stock	2,165
Restricted Stock	(2)	02/09/2016		M	1,632	(2)	(2)	Common Stock	1,632
Restricted Stock	(2)	02/09/2016		M	1,346	(2)	(2)	Common Stock	1,346
Dividend Equivalents	(1)	02/09/2016		M	567	(1)	(1)	Common Stock	567

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROTH ALAN TODD 1919 GALLOWS ROAD SUITE 1000 VIENNA, VA 22182				Managing Director

Signatures

/s/ Michael B. Kirwan, Attorney-in-Fact for Alan Todd Roth 02/11/2016

**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).

- (1) Includes 567 shares accrued when and as dividends were paid on Regency Centers Corporation common stock and vested with the restricted stock to which they relate.
- (2) Vesting of restricted stock.

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(3) Shares vest 25% per year beginning on February 9, 2017.

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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