

MACERICH CO
Form 4
June 02, 2016

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 *
PERLMUTTER ROBERT D

(Last) (First) (Middle)

THE MACERICH COMPANY, 401
WILSHIRE BOULEVARD, SUITE
700

(Street)

SANTA MONICA, CA 90401

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MACERICH CO [MAC]

3. Date of Earliest Transaction
(Month/Day/Year)
05/31/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Senior EVP and COO

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

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 Stock | 05/31/2016 | | A | V 267 ⁽¹⁾ | A \$ 64.87 ₍₂₎ | 16,519 | I Revocable Trust |
| Common Stock | 05/31/2016 | | F | 16 ⁽³⁾ | D \$ 76.32 | 16,503 | I Revocable Trust |
| Common Stock | 06/01/2016 | | S ⁽⁴⁾ | 1,500 | D \$ 76.4396 ₍₅₎ | 15,003 ⁽⁶⁾ | I Revocable Trust |

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

Persons who respond to the collection of information contained in this form are not

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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

PERLMUTTER ROBERT D
THE MACERICH COMPANY
401 WILSHIRE BOULEVARD, SUITE 700
SANTA MONICA, CA 90401

Senior EVP and COO

Signatures

Thomas J. Leanse for ROBERT D.
PERLMUTTER

06/02/2016

**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).
The reporting person is voluntarily reporting the acquisition of the issuer's common stock pursuant to the issuer's Employee Stock Purchase Plan ("ESPP") for the six month ESPP offering period ended May 31, 2016. This transaction is exempt pursuant to Rule 16b-3(c).
- (2) In accordance with the ESPP, the shares were purchased at a 15% discount from the closing price of the issuer's common stock on May 31, 2016.
- (3) Represents shares withheld by the issuer to satisfy tax withholding obligations in connection with the reporting person's acquisition of shares pursuant to the ESPP on May 31, 2016.
- (4) The sales reported were automatic pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 9, 2016.
- (5) The sales price ranged from \$76.19 to \$76.72.

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- In addition, the reporting person holds the following limited partnership units in The Macerich Partnership, L.P., of which the issuer is the
- (6) general partner, which are generally redeemable upon certain circumstances for an equal number of shares of The Macerich Company's common stock: 54,178 OP Units; 54,836 vested LTIP Units and 8,060 unvested service-based LTIP Units.

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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