

Public Storage
Form 4
March 09, 2017

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HARKHAM URI P

(Last) (First) (Middle)

**C/O PUBLIC STORAGE, 701
WESTERN AVENUE**

(Street)

GLENDALE, CA 91201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Public Storage [PSA]

3. Date of Earliest Transaction
(Month/Day/Year)
06/30/2010

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)

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	(A) or (D)	Price			
Common Stock ⁽⁸⁾	06/30/2010 ⁽¹⁾		P		414.781 ⁽¹⁾	A	⁽¹⁾	4,229.781	I	By Affiliated Partnership ⁽²⁾
Common Stock	03/31/2014 ⁽³⁾		P		265.126 ⁽³⁾	A	⁽³⁾	23,805.13	I	As Trustee ⁽⁴⁾
Common Stock	03/31/2014 ⁽⁵⁾		P		103.642 ⁽⁵⁾ ⁽⁶⁾	A	⁽⁵⁾	6,374.642	I	By IRA ⁽⁷⁾ ⁽⁶⁾

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)

**required to respond unless the form
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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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				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
HARKHAM URI P C/O PUBLIC STORAGE 701 WESTERN AVENUE GLENDALE, CA 91201	X

Signatures

/s/ Lily Yan Hughes,
Attorney-in-Fact 03/09/2017

**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) Shares were acquired in 13 dividend reinvestment transactions in a brokerage account, in amounts ranging from 28.191 shares to 34.488 shares, on dates ranging from 6/30/10 to 6/30/14, and purchase prices ranging from \$93.063 per share to \$171.28 per share.
- (2) By Harkham Investments L.P. an affiliated entity of Mr. Harkham.
- (3) Shares were acquired in 2 dividend reinvestment transactions in a brokerage account for 132.936 shares on 3/31/14 at a purchase price of \$168.91 per share, and 132.19 shares on 6/30/14 at a purchase price of \$171.28 per share.
- (4) By Uri P. Harkham, Trustee of Uri Harkham Trust.
- (5) Shares were acquired in 2 dividend reinvestment transactions in a brokerage account for 51.968 shares on 3/31/14 at a purchase price of \$168.913 per share, and for 51.674 shares on 6/30/14 at a purchase price of \$171.28 per share.
- (6)

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These shares were acquired through a profit sharing plan the reporting person participated in and were subsequently transferred to an IRA for the benefit of the reporting person.

- (7) By the custodian of an IRA for the benefit of Uri P. Harkham.

The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange

- (8) Commission, upon request, full information regarding the dates on which shares were purchased, the number of shares purchased on each such date, and the price paid for each share purchased.

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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