MID AMERICA APARTMENT COMMUNITIES INC
Form 4
December 16, 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 *
JENNINGS TONI

(Last) (First) (Middle)

6584 POPLAR AVE

(Street)

MEMPHIS, TN 38138

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
MID AMERICA APARTMENT COMMUNITIES INC [MAA]

3. Date of Earliest Transaction (Month/Day/Year)
12/14/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	12/14/2016		M		898.8239	A	$ 0 (1)	4,437.8239	D	
Common Stock	12/14/2016		D		898.8239	D	$ 89.6861	3,539	D	

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 Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
PPS Phantom Stock	(1)	12/14/2016		M			898.8239	12/14/2016	12/14/2016	Common Stock	898.8

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JENNINGS TONI 6584 POPLAR AVE MEMPHIS, TN 38138	X			

Signatures

/s/ Leslie Wolfgang	12/16/2016
**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) As of December 1, 2016, the Issuer acquired Post Properties, Inc. ("Post") pursuant to the Agreement and Plan of Merger dated as of August 15, 2016, by and among Mid-America Apartment Communities, Inc. (MAA), Mid-America Apartments, L.P., Post, Post GP Holdings, Inc. and Post Apartment Homes, L.P. ("Merger"). Each Phantom stock unit was the economic equivalent of one share of MAA common stock. Phantom stock units were held in the Post Amended and Restated Deferred Compensation Plan ("Plan") under the terms of which units are to be settled in cash as a result of the Merger. On December 14, 2016, the reporting person's holdings in the Plan were liquidated and distributed in cash in accordance with the Plan.

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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