

Edgar Filing: REGENCY CENTERS CORP - Form 4

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

Chairman and Chief Executive Officer

7. 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. Trans- action Date (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/07/02		M		14,028	A	\$26.875
Common Stock	11/07/02		F		12,760	D	\$31.78
Common Stock	11/07/02		M		17,242	A	\$24.69
Common Stock	11/07/02		F		14,990	D	\$31.78
Common Stock	11/07/02		M		26,700	A	\$25.25
Common Stock	11/07/02		F		23,488	D	\$31.78

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Responses)

(Over)

(Form 4-07/98)

Edgar Filing: REGENCY CENTERS CORP - Form 4

FORM 4 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	3A. Deemed Execu- tion Date, if any (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares Title
Employee stock option (right to buy)	\$26.875	11/07/02		M	14,028	05/12/97 11/05/03	Common Stock 14,028
Employee stock option (right to buy)	\$24.69	11/07/02		M	17,242	02/01/01 11/05/03	Common Stock 17,242
Employee stock option (right to buy)	\$25.25	11/07/02		M	26,700	01/15/01 01/15/07	Common Stock 26,700
Employee stock option (right to buy)	\$31.78	11/07/02		A	12,760	11/07/02 11/05/03	Common Stock 12,760
Employee stock option (right to buy)	\$31.78	11/07/02		A	14,990	11/07/02 11/05/03	Common Stock 14,990
Employee stock option (right to buy)	\$31.78	11/07/02		A	23,488	11/07/02 01/15/07	Common Stock 23,488

Explanation of Responses:

- (1) Shares held by The Regency Group (Nevada) Limited Partnership, the sole general partner of which is a wholly-owned subsidiary of The Regency Group, Inc. All of the outstanding stock of The Regency Group, Inc. is owned by The Regency Square Group II (Nevada) Limited Partnership,

Edgar Filing: REGENCY CENTERS CORP - Form 4

the sole general partner of which is a corporation in which all of the outstanding stock is owned by Mr. Stein and members of his family.

- (2) Represents 307,147 shares held by The Regency Group II and 108,235 shares held by Regency Square II. Mr. Stein is a general partner of The Regency Group II and Regency Square II and a trustee of a trust that is also a general partner in those Partnerships.

/s/ Linda Y. Kelso

November 11, 2002

Linda Y. Kelso, as attorney-in-fact
for Martin E. Stein, Jr.

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

Page 2