Edgar Filing: Breslin Sean J. - Form 4

Desslin Coon I

Form 4	1 J.										
March 05, 2	.012										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL			
Washington, D.C. 20549								OMB Number:	3235-0287		
	Check this box if no longer STATENCENT OF CHANCES IN DENEELCIAL OWNERSHIP OF								Expires:	January 31, 2005	
Section	subject to Section 16. Form 4 or						NEKSHIP OF	Estimated a burden hou response			
Form 5 obligations may continue.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 19401(b).											
(Print or Type	Responses)										
Breslin Sean J. Symbol				er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
	AVALONBAY COMMUNITIES INC [AVB]					(Check all applicable)					
				f Earliest Transaction Day/Year)				Director 10% Owner X_ Officer (give title Other (specify below) below)			
C/O AVALONBAY COMMUNITIES,			03/01/2012					Executive Vice President			
INC., BAL GLEBE RO	LSTON TOWE DAD	R, 671 N.									
			endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
ARLINGTON, VA 22203				nui/Day/1ea	")			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secu	rities Acqu	uired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Yea		Date, if	3. Transactio Code (Instr. 8) Code V	4. Securi or(A) or Di (Instr. 3, Amount	ispose	d of (D)	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)	
Common Stock, par value \$.01 per share	03/01/2012			F	907 <u>(1)</u>	D	\$ 131.09	24,291.4766 (2)	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control

Edgar Filing: Breslin Sean J. - Form 4

number.

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. 3. Transaction Date 3A. Deer Conversion (Month/Day/Year) Execution or Exercise any Price of (Month/I Derivative Security		Execution Date, if	Date, if TransactionNumb Code of			(Month/Day/Year) ative ities red sed 3,			le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owna Follo Repo Trans (Instr	
				Code V			Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Reporting Owners													
Reporting Owner Name / Address				Relationships Director 10% Owner Officer Other									
BALLST	LONBAY	COMMUNITIES R, 671 N. GLEBE 22203	, INC.				xecutive Vi	ice Preside					
Signa													
•		as attorney-in-fact	t under Power of	Attorney	dated	l Ma	ny 26,	03/	05/20	12			
	**Signature of Reporting Person						Date						
-		of Respo		uction 4(b)	(v)								
		nents or omissions of				tions	. <i>See</i> 18 U.S.C	C. 1001 and 1	15 U.S	.C. 78ff(a)			
D C								<u> </u>					

- (1) Reflects withholding of shares by the Company to cover tax withholding obligations on the vesting of restricted stock under the Company's Stock Option and Incentive Plan.
- (2) The amount of securities owned following the reported transaction reflects direct ownership of all shares of common stock, including restricted stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.