

WALKER HOWARD
Form 4
August 02, 2012

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WALKER HOWARD

2. Issuer Name **and** Ticker or Trading
Symbol
**EQUITY LIFESTYLE
PROPERTIES INC [ELS]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

**1000 NORTH LAKE SHORE
PLAZA, UNIT 13A**

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/31/2012

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Vice Chairman of the Board

CHICAGO, IL 60611

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

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

(City) (State) (Zip)

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, par value \$.01	07/31/2012		M		15,000	A	\$ 55.23 57,002
Common Stock, par value \$.01	07/31/2012		M		10,000	A	\$ 53.3 67,002
Common Stock, par value \$.01	07/31/2012		M		15,000	A	\$ 43.67 82,002
Common	07/31/2012		M		10,000	A	\$ 48.33 92,002

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Stock, par
value \$.01

Common Stock, par value \$.01	07/31/2012	S	50,000	D	\$ 71.8314 (1)	42,002	D
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Series A Cumulative Redeemable Perpetual Preferred Stock						4,000	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (Right to Buy)	\$ 55.23	07/31/2012		M		15,000		12/31/2009	01/31/2017	Common Stock, par value \$.01	15,000
Non-Qualified Stock Option (Right to Buy)	\$ 53.3	07/31/2012		M		10,000		05/15/2009	05/15/2017	Common Stock, par value \$.01	10,000
Non-Qualified Stock Option (Right to Buy)	\$ 43.67	07/31/2012		M		15,000		12/31/2010	01/31/2018	Common Stock, par value \$.01	15,000
Non-Qualified Stock Option (Right to Buy)	\$ 48.33	07/31/2012		M		10,000		05/08/2010	05/08/2018	Common Stock, par value \$.01	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WALKER HOWARD 1000 NORTH LAKE SHORE PLAZA UNIT 13A CHICAGO, IL 60611	X		Vice Chairman of the Board	

Signatures

Kenneth Kroot by Power of Attorney for Howard
Walker

08/02/2012

__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).

This transaction was executed in multiple trades at prices ranging from \$71.61 to \$71.98. The price reported above reflects the weighted
(1) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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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