#### Edgar Filing: NATIONAL RETAIL PROPERTIES, INC. - Form 4

NATIONAL RETAIL PROPERTIES, INC.

Form 4

November 01, 2016

# FORM 4

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations

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

**SECURITIES** 

burden hours per response...

Estimated average

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

**DEFOSSET DON** 

Symbol

(Month/Day/Year)

10/31/2016

(Check all applicable)

NATIONAL RETAIL PROPERTIES, INC. [NNN]

3. Date of Earliest Transaction

X\_\_ Director 10% Owner Other (specify Officer (give title

450 S. ORANGE AVENUE, SUITE 900

(State)

(First)

(Middle)

(Zip)

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

below)

ORLANDO, FL 32801

	1401	Table 1 Troit Delivative Securities required, Disposed of, or Denerically Switch						
2. Transaction Date	2A. Deemed	3.	4. Securities Acquire	ed 5. Amount of	6. Ownership	7. Nature of		
(Month/Day/Year)	Execution Date, if	Transactio	on(A) or Disposed of (	D) Securities	Form: Direct	Indirect		
	any	Code	(Instr. 3, 4 and 5)	Beneficially	(D) or	Beneficial		
	(Month/Day/Year)	(Instr. 8)		Owned	Indirect (I)	Ownership		
				Following	(Instr. 4)	(Instr. 4)		
				Reported				
				Transaction(s)				
		C 1 W		(Instr. 3 and 4)				
		Code V	Amount (D) Pri	ice				
10/31/2016	10/31/2016	٨	801 (1) A \$	41 362	D			
10/31/2010	10/31/2010	А	44.9	93 41,502	D			
10/31/2016	10/31/2016	٨	274 (2) A \$	A1 636	D			
10/31/2010	10/31/2010	Λ	$\frac{274}{2} \frac{1}{12} $	93	D			
		2. Transaction Date (Month/Day/Year)  2A. Deemed Execution Date, if any (Month/Day/Year)  10/31/2016  10/31/2016	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8)  Code V  10/31/2016 10/31/2016 A	2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Execution Date, if any (Month/Day/Year)  (Month/Day/Year)  2. Transaction(A) or Disposed of (Code (Instr. 3, 4 and 5))  (Instr. 8)  (A) or Code V Amount (D) Properties (Disposed of (Instr. 8))  10/31/2016  10/31/2016  10/31/2016  10/31/2016  10/31/2016  2. Transaction(A) or Disposed of (Instr. 8)  (A) or Code V Amount (D) Properties (Disposed of (Instr. 8))  10/31/2016  2. Transaction(A) or Disposed of (Instr. 3, 4 and 5)  (A) or Code V Amount (D) Properties (Disposed of (Instr. 8))  10/31/2016  10/31/2016  10/31/2016  10/31/2016	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Instr. 8) Code (Instr. 3, 4 and 5) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Code (Instr. 3, 4 and 5) Execution Date, if any (Month/Day/Year) (Instr. 8) Eneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)  Code V Amount (D) Price (Instr. 3 and 4)  10/31/2016 A 801 (1) A \$44.93	2. Transaction Date (Month/Day/Year)    2A. Deemed    Execution Date, if any (Month/Day/Year)    (Month/Day/Year)    (Month/Day/Year)    Execution Date, if any (Month/Day/Year)    (Month/Day/Year)    (Instr. 3, 4 and 5)    (Instr. 3, 4 and 5)    (A)     (Beneficially (D) or Indirect (I) (Instr. 4)    (Instr. 4)    (A)     (Instr. 3 and 4)    (Instr. 4 and 5 and 5 and 5 and 5 and 5 an		

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 number.

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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	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	, and the second	Transactio		Expiration D		Amou		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)		rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						(
					4, and 5)						
					1, and 3)						
									Amount		
						ъ.	E		or		
						Date	Expiration	Title	Number		
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Relationships					
Director	10% Owner	Officer	Other		
X					
		Director 10% Owner	Director 10% Owner Officer		

## **Signatures**

Reporting Person

/s/ Don
DeFosset

\*\*Signature of 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 pursuant to a stock award under the National Retail Properties 2007 Performance Incentive Plan in a transaction 16-b.
- (2) Reflects the deferral under the Plan and conversion into stock units of compensation otherwise payable for Board and Committee services.

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.

Reporting Owners 2