

ARMSTRONG WILLIAM H III

Form 4

June 05, 2012

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
ARMSTRONG WILLIAM H III2. Issuer Name and Ticker or Trading
Symbol
STRATUS PROPERTIES INC
[STRS]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
212 LAVACA STREET, SUITE 3003. Date of Earliest Transaction
(Month/Day/Year)
06/01/2012____ Director ____ 10% Owner
____ Officer (give title below) ____ Other (specify below)
Chair of Board, President, CEO

(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

AUSTIN, TX 78701

(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							3,250	I	IRA for self
Common Stock	06/01/2012		P		231	A	\$ 8.07	428,395	D
Common Stock	06/01/2012		P		100	A	\$ 8.08	428,495	D
Common Stock	06/04/2012		P		100	A	\$ 7.3	428,595	D
Common Stock	06/04/2012		P		200	A	\$ 7.31	428,795	D

IRA for
self

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Common Stock	06/04/2012	P	158	A	\$ 7.32	428,953	D
Common Stock	06/05/2012	P	100	A	\$ 7.55	429,053	D
Common Stock	06/05/2012	P	3	A	\$ 7.57	429,056	D
Common Stock	06/05/2012	P	214	A	\$ 7.62	429,270	D
Common Stock ⁽¹⁾	06/05/2012	P	283	A	\$ 7.63	429,553	D

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

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(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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
ARMSTRONG WILLIAM H III 212 LAVACA STREET SUITE 300 AUSTIN, TX 78701	Chair of Board, President, CEO

Signatures

Kelly C. Simoneaux, on behalf of William H. Armstrong III pursuant to a power of attorney

06/05/2012

__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).

(1) Amount beneficially owned following the reported transactions includes 60,500 Common Stock Restricted Stock Units.

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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