### Edgar Filing: FOREST CITY ENTERPRISES INC - Form 4

#### FOREST CITY ENTERPRISES INC

Form 4

December 24, 2013

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

**OMB** Number:

3235-0287

0.5

Check this box if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

**OMB APPROVAL** 

subject to Section 16. Form 4 or

**SECURITIES** 

burden hours per

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

response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(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

**RMS LTD** 

Symbol FOREST CITY ENTERPRISES INC Issuer

(Check all applicable)

(Last)

(First)

50 PUBLIC SQUARE, SUITE 1600

(Street)

(Middle)

3. Date of Earliest Transaction

4. If Amendment, Date Original

Director 10% Owner Other (specify Officer (give title

(Month/Day/Year)

[FCEA/FCEB]

12/20/2013

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

(Instr. 8)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

(Instr. 4)

Person

below)

CLEVELAND, OH 44113

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I)

(Instr. 4)

(A)

Following Reported Transaction(s) (Instr. 3 and 4)

or

Code V Amount (D) Price

(Instr. 3, 4 and 5)

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.

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number of TransactionDerivative Securities Code

6. Date Exercisable and Expiration

(Month/Day/Year)

7. Title and Underlying (Instr. 3 and

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Class B
Common - \$ 0 (1) 12/20/2013

Security

(Instr. 3, 4, and 5)

Code V (A)

(D) Date Exercisable Expiration Date Title

5,000,000
(2) (4) 08/08/1988(3) 08/08/1988(3) Common Stock

(Month/Day/Year) (Instr. 8) Acquired (A) or

Disposed of (D)

Date

# **Reporting Owners**

Price of

Derivative

Reporting Owner Name / Address

Director 10% Owner Officer Other

RMS LTD

50 PUBLIC SQUARE, SUITE 1600

X

CLEVELAND, OH 44113

# **Signatures**

(Instr. 3)

Convertible

Geralyn M. Presti, Attorney-In-Fact for RMS

12/24/2013

# **Explanation of Responses:**

\*\*Signature of Reporting Person

- \* 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) Stocks are convertible from Class B Common to Class A Common on a 1-for-1 basis.
- (2) Special one time partnership distribution to individual limited partners, no money was tendered. Distributed shares remain Class B Common stock.
- (3) Immediate stocks are convertible at any time, there is no fixed exercisable date or expiration date.
- (4) RMS, Ltd. is an Ohio limited partnership shares are held by various general and limited partners.

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.

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