Edgar Filing: CBL & ASSOCIATES PROPERTIES INC - Form 4

CBL & ASSOCIATES PROPERTIES INC

Form 4

December 02, 2004

FORM	ПΔ											APPROVA	٩L
Washington, D.C.								NGE	COMMISSIO	N OMB Number:	マンマケ-ロン8		
Check this box if no longer GENATION OF CHANGES IN DESIGNATION OF CHA									Expires:	January 31 200			
subject t Section Form 4	Subject to Section 16. Form 4 or SIATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES							burden ho response	ours per	0.5			
Form 5 obligation may con <i>See</i> Instruction 1(b).	ons stinue. Sec	•	a) of the		tility I	Holo	ding Cor	npany	Act	ge Act of 1934, of 1935 or Secti 40			
(Print or Type	Responses)												
1. Name and Address of Reporting Person * FOY JOHN N				2. Issuer Name and Ticker or Trading Symbol CBL & ASSOCIATES PROPERTIES INC [CBL]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 2030 HAMILTON PLACE BLVD., SUITE 500				3. Date of Earliest Transaction (Month/Day/Year) 12/01/2004						_X Director 10% Owner Specify below) Urice Chair, CFO and Treasurer			
(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			
CHATTAN	NOOGA,	TN 3742	16000							Form filed by Person	More than One	Reporting	
(City)	(State)	(Zip)	Tab	le I - No	on-D	erivative	Securi	ties Ac	quired, Disposed	of, or Benefici	ially Owne	ed
1.Title of Security (Month/Day/Year) Executive (Instr. 3) 2. Transaction Date 2A. Dee Executive any (Month/			Execution any	on Date, if Transaction(A) or Disposed of Code (D) Day/Year) (Instr. 8) (Instr. 3, 4 and 5)					of	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature Indirect Beneficial Ownershi (Instr. 4)	l
Common					Code	V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Stock	12/01/2	004			G	V	13,688	D	\$ 0	200,860.6	D (1)		
Common Stock										13,320	I	By Partners	hip

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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

 Title of Derivative 	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. 5. 6. Date Exercisable and			7. Title and Amount of		8. F Dei	
Security	or Exercise	(Wolldin Day/Tear)	any	TransactionNumber Expiration Date Code of (Month/Day/Year)			Underlying Securities (Instr. 3 and 4)		Sec	
(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ve es d				(Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy) (2)	\$ 19.625					05/09/1996	05/09/2005	Common Stock	20,000	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FOY JOHN N 2030 HAMILTON PLACE BLVD., SUITE 500 CHATTANOOGA, TN 374216000	X		Vice Chair, CFO and Treasurer				

Signatures

/s/ Foy, John N. 12/01/2004 **Signature of Date Reporting Person

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).
- The Reporting Person owns a limited partnership interest in CBL & Associates Limited Partnership, a Delaware limited partnership, that may be exchanged at any time for 189,241 shares of the Issuer's Common Stock (on a one-for-one basis) or cash, at the Issuer's election.
- (2) Vests 20% annually over five years on each anniversary date starting on the first exercisable date shown.

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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