П

| 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

## OMB APPROVAL OMB Number: 3235-0287

|   | Estimated average burden |     |
|---|--------------------------|-----|
|   | hours per response:      | 0.5 |
| - |                          |     |

|   |  |                | 01 56   |  | vesime                                  |   | IIPAITY ACT OF . | 1940          |   |   |   |   |  |
|---|--|----------------|---------|--|---|---|------------------|---------------|---|---|---|---|--|
| 1. Name and Address of Reporting Person*<br>Hunt Alan R                                     |  |                |         | uer Name <b>and</b> Ticker<br>aada Hoffler P                   |   |   |                  |               | ationship of Reportin<br>< all applicable)<br>Director<br>Officer (give title | 10% C<br>Other  | )wner<br>(specify   |   |  |
| (Last)(First)(Middle)C/O ARMADA HOFFLER PROPERTIES, INC.222 CENTRAL PARK AVENUE, SUITE 2100 |  |                |         | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/13/2013 |   |   |                  |               |   | below)<br>Vice F  | below)<br>President   | )   |  |
| (Street)<br>VIRGINIA<br>BEACH<br>(City)   | VA<br>(State)  | 23462<br>(Zip) | 4. If A | 4. If Amendment, Date of Original Filed (Month/Day/Year)       |   |   |                  |               |   | lividual or Joint/Group Filing (Check Applicable<br>Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |   |   |  |
|   | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |                |         |  |   |   |                  |               |   |   |   |   |  |
| 1. Title of Security (Instr. 3)<br>Date<br>(Month/D   |  |                |         | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year)    | 3.<br>Transaction<br>Code (Instr.<br>8) |   |                  |               |   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following   | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |
|   |  |                |         |  | Code                                    | v | Amount           | (A) or<br>(D) | Price   | Reported<br>Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |  |
|   |  |                |         | ecurities Acqui<br>alls, warrants, o                           | -                                       | - |                  |               | -   | owned   |   |   |  |

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of     |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--------|-----|--|--------------------|---|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)    | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Common<br>Units                                     | (1)   | 05/13/2013                                 |   | <b>J</b> <sup>(1)</sup>      |   | 95,467 |     | 05/13/2014   | (1)                | Common<br>Stock   | 95,467                                 | (1)   | 95,467   | D  |  |

## Explanation of Responses:

1. Represents common units of limited partnership interest ("Common Units") in Armada Hoffler, L.P., the operating partnership (the "Operating Partnership") of Armada Hoffler Properties, Inc. (the "Company") and of which the Company is the general partner. The Common Units were received in exchange for assets contributed to the Operating Partnership in connection with the Company's formation transactions, and were valued at \$11.50 per Common Unit, which was the initial public offering price per share of the Company's common stock. Commencing one year from the date of issuance, each Common Unit is redeemable for cash equal to the then-current market value of one share of the Company's common stock or, at the election of the Company, one share of the Company's common Units have no expiration date.

Eric L. Smith, Attorney-in-Fact 11/04/2013 for Alan R. Hunt

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.