SEC Form 4	
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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 or Section 30(h) of the Investment Company Act of 1940

OWR APPRO	JVAL
OMB Number:	3235-0287
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1. Name and Address of Reporting Person [*] Hampton Shelly R. (Last) (First) (Middle) C/O ARMADA HOFFLER PROPERTIES, INC. 222 CENTRAL PARK AVENUE, SUITE 2100			2. Issuer Name and Ticker or Trading Symbol <u>Armada Hoffler Properties, Inc.</u> [AHH] 3. Date of Earliest Transaction (Month/Day/Year) 03/03/2018	(Check a	onship of Reporting Pe all applicable) Director Officer (give title below) President of Asset	10% Owner Other (specify below)
(Street) VIRGINIA BEACH (City)	VA (State)	23462 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivio Line) X	dual or Joint/Group Fili Form filed by One Re Form filed by More the Person	porting Person

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. Transa Code (8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		4) Ownership (Instr. 4)	
Common Stock	03/03/2018		A		7 ,9 31 ⁽¹⁾	Α	\$ <mark>0</mark>	29,287	D		
Common Stock	03/03/2018		F		1,999 ⁽²⁾	D	\$13.24	27,288	D		

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

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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. Transa Code (8)		5. Nu of Deriv Secu Acqu (A) of Dispo of (D) (Instr and 5	vative rities ired r osed) . 3, 4	6. Date Exerc Expiration Da (Month/Day/)	ate	7. Title Amouri Securi Underi Deriva Securi and 4)	nt of ties ying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents a grant of restricted shares of common stock, one-third of which vested on the grant date, one-third of which will vest on the first anniversary of the grant date and one-third of which will vest on the second anniversary of the grant date, subject to the executive's continued employment on such dates.

2. Reflects shares of common stock surrendered to the Issuer to satisfy tax withholding obligations in connection with the vesting of restricted shares of common stock.

Remarks:

Eric L. Smith, as Attorney-in-03/06/2018

Fact for Eric E. Apperson

** Signature of Reporting Person

 $\label{eq:resonance} \ensuremath{\mathsf{Report}}\xspace{0.5ex} \text{on a separate line for each class of securities beneficially owned directly or indirectly.}$

 * 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.

on Date

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