Edgar Filing: BEARD KENNETH H - Form 4

BEARD KE	ENNETH H									
Form 4 October 11,	2012									
	ЛЛ								PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								N OMB Number:	3235-0287	
Check ti if no lor subject Section Form 4 Form 5 obligation may con <i>See</i> Inst 1(b).	nger to 16. or Filed pur ons stinue.									
(Print or Type	Responses)									
1. Name and BEARD K	2. Issuer Name and Ticker or Trading Symbol RETAIL PROPERTIES OF AMERICA, INC. [RPAI]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) ((First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)				X Director 10% Owner Officer (give title Other (specify				
2901 BUTTERFIELD ROAD			10/09/2012			below)	below)			
(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 				
OAK BRO	OK, IL 60523						Person	More than One K	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	Date, if	3. Transactio Code (Instr. 8) Code V	4. Securit onAcquired Disposed (Instr. 3, 4 Amount	(A) or of (D)	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)	
Reminder: Re	nort on a senarate line	e for each cl	ass of sec	urities bene	ficially ow	and directly	or indirectly			
Kenninder. Ke	port on a separate line			unites bene	Perso inforn requir	ns who re nation con ed to resp lys a curre	spond to the colle tained in this form ond unless the fo ently valid OMB co	n are not rm	SEC 1474 (9-02)	

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of 8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securities I
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	(A) or Dispose (D)	Disposed of (D) (Instr. 3, 4,				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Class A Common Stock Option (right to buy)	\$ 11.736	10/09/2012		A	2,000		10/09/2014	10/08/2022	Class A Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
BEARD KENNETH H 2901 BUTTERFIELD ROAD OAK BROOK, IL 60523	Х							
Signatures								
/s/ Dennis K. Holland, attorney	,							
in fact	10/11/2012							
**Signature of Reporting Person		Date						
Explanation of Responses:								

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).

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.