

HUBBELL FRED S  
Form 4  
November 12, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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 OF SECURITIES**

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HUBBELL FRED S

(Last) (First) (Middle)

THE MACERICH COMPANY, 401 WILSHIRE BOULEVARD, SUITE 700

(Street)

SANTA MONICA, CA 90401

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MACERICH CO [MAC]

3. Date of Earliest Transaction (Month/Day/Year)  
11/12/2010

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of 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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	11/12/2010		S		11,000	D	\$ 46.3788
							65,216 <sup>(2)</sup> <sup>(3)</sup> <sub>(4)</sub>

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

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SEC 1474 (9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 6)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUBBELL FRED S THE MACERICH COMPANY 401 WILSHIRE BOULEVARD, SUITE 700 SANTA MONICA, CA 90401		X		

## Signatures

Madonna R. Shannon for FRED S.  
HUBBELL  
11/12/2010

\*\*Signature of Reporting Person

Date

## 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).
- (1) The sale price ranged from \$46.48 to \$46.27 per share.
- (2) Includes 983 shares the reporting person received as part of the Company's quarterly dividend paid on March 22, 2010.  
In addition, 4,205 shares are held by his wife, which includes 58 shares received as part of the Company's quarterly dividend paid on March 22, 2010. The reporting person disclaims beneficial ownership of all shares held by his wife and this report should not be deemed an admission that the reporting person is the beneficial owner of such shares for purposes of Section 16 or otherwise.
- (3) 970 shares are also held by the Frederick S. Hubbell Article IV Trust U/A 11/23/83, which includes 13 shares received as part of the Company's quarterly dividend paid on March 22, 2010. 10,511 shares are also held by the James W. Hubbell, Jr. Trust for the benefit of the reporting person and his descendents, which includes 143 shares received as part of the Company's quarterly dividend paid on March 22, 2010.
- (4)

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- (Instr. 3, 4, and 5)6. Date Exercisable and Expiration Date (Month/Day/Year)
- 7. Title and Amount of Underlying Securities (Instr. 3 and 4)
- 8. Price of Derivative Security (Instr. 5)
- 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)
- 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)
- 11. Nature of Indirect Beneficial Ownership

(Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares 2016 Performance Shares (7)03/15/2019 M 76,629.7816 (8) (8) Common Stock, \$1 2/3 Par Value 76,629.7816 \$ 0 0 D Restricted Share Right (9)03/15/2019 M 9,221.983 (10) (10) Common Stock, \$1 2/3 Par Value 9,221.983 \$ 0 0 D Restricted Share Right (9)03/15/2019 M 5,455.0681 (11) (11) Common Stock, \$1 2/3 Par Value 5,455.0681 \$ 0 0 D Restricted Share Right (9)03/15/2019 M 4,926.2659 (12) (12) Common Stock, \$1 2/3 Par Value 4,926.2659 \$ 0 4,926.2657 D Restricted Share Right (9)03/15/2019 M 2,007.8267 (13) (13) Common Stock, \$1 2/3 Par Value 2,007.8267 \$ 0 4,014.6215 D

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Weiss Jonathan G. 150 EAST 42ND STREET NEW YORK, NY 10017			Sr. Executive Vice President	

## Signatures

Jonathan G. Weiss, by Anthony R. Augliera, as Attorney-in-Fact 03/19/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

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\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) These shares represent common stock of Wells Fargo & Company (the "Company") acquired on March 15, 2019 upon settlement of a Performance Share award granted on February 23, 2016 for the three-year performance period ended December 31, 2018 (as previously disclosed on a Form 4 filed on February 28, 2019).

(2) Number of shares represents a Restricted Share Right ("RSR") vesting on 3/15/2019. Original grant date was 2/24/2015. This vesting represents one-fourth of the original amount of RSRs granted (plus dividend equivalents reinvested in additional RSRs).

(3) Number of shares represents a RSR vesting on 3/15/2019. Original grant date was 2/23/2016. This vesting represents one-third of the original amount of RSRs granted (plus dividend equivalents reinvested in additional RSRs).

(4) Number of shares represents a RSR vesting on 3/15/2019. Original grant date was 2/28/2017. This vesting represents one-third of the original amount of RSRs granted (plus dividend equivalents reinvested in additional RSRs).

(5) Number of shares represents a RSR vesting on 3/15/2019. Original grant date was 2/26/2018. This vesting represents one-third of the original amount of RSRs granted (plus dividend equivalents reinvested in additional RSRs).

(6) Reflects share equivalent of units in the Wells Fargo ESOP Fund under the 401(k) Plan (the "Plan") as of February 28, 2019, as if investable cash equivalents held by Plan were fully invested in Company common stock.

(7) Each Performance Share represents a contingent right to receive one share of Company common stock upon vesting based on the attainment of pre-established performance goals.

(8) Represents the final number of 2016 Performance Shares earned for the three-year performance period ended December 31, 2018. The 2016 Performance Shares will be settled in shares of common stock of the Company on March 15, 2019. As a condition to receiving the award, the reporting person agreed to hold, while employed by the Company and for at least one year after retirement, shares of Company common stock equal to at least 50% of the after-tax shares (assuming a 50% tax rate) acquired upon vesting.

(9) Each RSR represents a contingent right to receive one share of Company common stock.

(10) These RSRs vest in four installments: one-fourth on 3/15/2016, 3/15/2017, 3/15/2018, and 3/15/2019. As a condition to receiving the grant, the reporting person agreed to hold, while employed by the Company and for at least one year after retirement, shares of Company common stock equal to at least 50% of the after-tax shares (assuming a 50% tax rate) acquired upon vesting. These RSRs were granted to the reporting person as part of the reporting person's 2014 annual incentive compensation award.

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(11) These RSRs vest in three installments: one-third on 3/15/2017, 3/15/2018, and 3/15/2019. As a condition to receiving the grant, the reporting person agreed to hold, while employed by the Company and for at least one year after retirement, shares of Company common stock equal to at least 50% of the after-tax shares (assuming a 50% tax rate) acquired upon vesting. These RSRs were granted to the reporting person as part of the reporting person's 2015 annual incentive compensation award.

(12) These RSRs vest in three installments: one-third on 3/15/2018, 3/15/2019, and 3/15/2020. As a condition to receiving the grant, the reporting person agreed to hold, while employed by the Company and for at least one year after retirement, shares of Company common stock equal to at least 50% of the after-tax shares (assuming a 50% tax rate) acquired upon vesting. These RSRs were granted to the reporting person as part of the reporting person's 2016 annual incentive compensation award.

(13) These RSRs vest in three installments: one-third on 3/15/2019, 3/15/2020, and 3/15/2021. As a condition to receiving the grant, the reporting person agreed to hold, while employed by the Company and for at least one year after retirement, shares of Company common stock equal to at least 50% of the after-tax shares (assuming a 50% tax rate) acquired upon vesting. These RSRs were granted to the reporting person as part of the reporting person's 2017 annual incentive compensation award.

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