Edgar Filing: AVIV REIT, INC. - Form 4

| AVIV REIT, INC Form 4 | 2. | | | | | | | | | |
|--|---------------------------------|---|---|--------------------|---|--|--|--|---|--|
| July 15, 2014 FORM 4 | L | | | | | | | | PPROVAL | |
| | UNITED | STATES | | | D EXCHANGE COMMISSION .C. 20549 | | | 3235-0287 | | |
| Check this boy if no longer subject to Section 16. Form 4 or Form 5 | | F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, | | | | | Estimated a burden hou response | urs per | | |
| obligations may continue. <i>See</i> Instruction 1(b). | Section 17(| a) of the l | Public U | Itility Hol | ding Con | | of 1935 or Secti | | | |
| (Print or Type Respo | onses) | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Levin Steven R. | | | 2. Issuer Name and Ticker or Trading Symbol AVIV REIT, INC. [AVIV] | | | | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) (I | (Middle) 3. Date of Earliest Transaction | | | | | (Check all applicable) | | | |
| C/O AVIV REIT, INC.,, 303 W. MADISON, SUITE 2400 | | | (Month/Day/Year) 07/11/2014 | | | Director 10% Owner X Officer (give title Other (specify below) below) Senior VP, Real Estate | | | | |
| (Street) CHICAGO, IL 60606 | | | 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 | | | | |
| | | (7:) | | | | | Person | | | |
| | (State) | (Zip) | | | | | cquired, Disposed | | - | |
| | ansaction Date hth/Day/Year) | 2A. Deemo Execution any (Month/Da | Date, if | Code (Instr. 8) | 4. Securit mAcquired Disposed (Instr. 3, 4 Amount | (A) or of (D) | 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 Beneficial Ownership (Instr. 4) | |
| Reminder: Report or | n a separate line | for each cl | ass of sec | urities bene | ficially own | ned directly | or indirectly. | | | |
| | | | | | Perso inform requir | ns who rest nation cont ed to resp ys a curre | spond to the colle tained in this forn ond unless the fo ntly 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. | 6. Date Exercisable and | 7. Title and Amount of | 8. Price |
|-------------|-------------|---------------------|--------------------|-----------|----------|-------------------------|------------------------|----------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transacti | onNumber | Expiration Date | Underlying Securities | Derivati |
| Security | or Exercise | | any | Code | of | (Month/Day/Year) | (Instr. 3 and 4) | Security |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8) | Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | s I | | | | (Instr. 5 |
|----------------------------------|------------------------------------|------------|------------------|------------|---|-----------------------|--------------------|-----------------|--|-----------|
| | | | | Code V | 7 (A) (D) |) Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Dividend Equivalent Rights | <u>(1)</u> | 07/11/2014 | | А | 42 | (2) | (2) | Common Stock | 42 | \$ 0 |
| Dividend Equivalent Rights | <u>(1)</u> | 07/11/2014 | | А | 39 | (3) | (3) | Common Stock | 39 | \$ 0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|------------------------|-------|--|--|--|
| Reporting O when Planter Plantess | Director | 10% Owner | Officer | Other | | | |
| Levin Steven R. C/O AVIV REIT, INC., 303 W. MADISON, SUITE 2400 CHICAGO, IL 60606 | | | Senior VP, Real Estate | | | | |
| Signatures | | | | | | | |
| /s/ Samuel H. Kovitz, as attorney | | | | | | | |

in fact

**Signature of Reporting Person

07/15/2014 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 dividend equivalent rights accrued on previously awarded restricted stock units ("RSUs") and vest proportionately with the RSUs to which they relate. Each dividend equivalent right represents a contingent right to receive one share of common stock of Aviv REIT, Inc.

The dividend equivalent rights and related RSUs vest in 50% increments on each of December 31, 2014 and December 31, 2015 and may(2) vest in full upon a change of control (as defined in the Aviv REIT, Inc. 2013 Long-Term Incentive Plan), subject in each case to the holder not incurring a termination through the applicable vesting date.

The dividend equivalent rights and related RSUs vest in full on December 31, 2016 and may vest in full upon a change of control (as

(3) defined in the Aviv REIT, Inc. 2013 Long-Term Incentive Plan), subject in each case to the holder not incurring a termination through the vesting date.

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.