

REGENCY CENTERS CORP  
 Form 4  
 February 20, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 SMITH BRIAN M

2. Issuer Name and Ticker or Trading Symbol  
 REGENCY CENTERS CORP  
 [REG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 915 WILSHIRE BLVD., SUITE 2200  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/16/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Chief Investment Officer

LOS ANGELES, CA 90017

(City) (State) (Zip)

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 02/16/2007                           |  | M                              | 5,677   | A \$ 51.36  | 79,478   | D                                 |
| Common Stock                    | 02/16/2007                           |  | S                              | 777   | D \$ 87.82  | 78,701   | D                                 |
| Common Stock                    | 02/16/2007                           |  | S                              | 100   | D \$ 87.87  | 78,601   | D                                 |
| Common Stock                    | 02/16/2007                           |  | S                              | 200   | D \$ 87.88  | 78,401   | D                                 |
| Common Stock                    | 02/16/2007                           |  | S                              | 100   | D \$ 87.96  | 78,301   | D                                 |

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|              |            |   |       |   |          |        |   |
|--------------|------------|---|-------|---|----------|--------|---|
| Common Stock | 02/16/2007 | S | 100   | D | \$ 87.98 | 78,201 | D |
| Common Stock | 02/16/2007 | S | 100   | D | \$ 87.99 | 78,101 | D |
| Common Stock | 02/16/2007 | S | 3,100 | D | \$ 88    | 75,001 | D |
| Common Stock | 02/16/2007 | S | 1,100 | D | \$ 88.02 | 73,901 | D |
| Common Stock | 02/16/2007 | S | 100   | D | \$ 88.04 | 73,801 | D |

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)

| 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 (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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|-------------------------------|
| Employee Stock Option (right to buy)       | \$ 51.36   | 02/16/2007                           |  | M                              | 5,677  | <u>(1)</u> 01/17/2015                                    | Common Stock  | 5,677                         |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                          |       |
|--|---------------|-----------|--------------------------|-------|
|  | Director      | 10% Owner | Officer                  | Other |
| SMITH BRIAN M<br>915 WILSHIRE BLVD.<br>SUITE 2200<br>LOS ANGELES, CA 90017 |               |           | Chief Investment Officer |       |

## Signatures

/s/ Foley & Lardner LLP as attorney-in-fact for Brian M. Smith; By: Linda Y.  
Kelso

02/19/2007

\_\_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) Vests 25% per year beginning January 17, 2006.

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