## Edgar Filing: AMERICAN RETIREMENT CORP - Form 4

AMERICAN RETIREMENT CORP Form 4 September 26, 2005 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **RICHARDSON BRYAN D** Issuer Symbol AMERICAN RETIREMENT CORP (Check all applicable) [ACR] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X\_Officer (give title Other (specify (Month/Day/Year) below) below) 111 WESTWOOD PLACE, SUITE 09/22/2005 Exec. Vice Pres. and CFO 200 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting BRENTWOOD, TN 37027 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) any Code (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Ownership (Month/Day/Year) (Instr. 8) Owned Indirect (I) Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Price Amount (D) Common 18,000 09/22/2005 \$0 A A 53,300 (2) D (1) Stock

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

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 control number.

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

| 1. Title<br>Derivat<br>Security<br>(Instr. 3 | ive Conversi<br>y or Exerci | se | e 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transac<br>Code<br>(Instr. 8 | <ol> <li>6. Date ExerctionNumber Expiration Date of (Month/Day/)</li> <li>Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</li> </ol> |                     | Date               | Amor<br>Unde<br>Secur | le and<br>ant of<br>rlying<br>ities<br>. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|--|-----------------------------|----|---|------------------------------------|---|---------------------|--------------------|-----------------------|---|---|--|
|  |                             |    |   | Code                               | V (A) (D)   | Date<br>Exercisable | Expiration<br>Date | Title                 | Amount<br>or<br>Number<br>of<br>Shares            |   |  |

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## **Reporting Owners**

| Relationships |           |                          |                            |  |  |  |
|---------------|-----------|--------------------------|----------------------------|--|--|--|
| Director      | 10% Owner | Officer                  | Other                      |  |  |  |
|               |           | Exec. Vice Pres. and CFO |                            |  |  |  |
|               |           |                          |                            |  |  |  |
|               | Director  | Director 10% Owner       | Director 10% Owner Officer |  |  |  |

| /s/ Bryan D |            |
|-------------|------------|
| Richardson  | 09/26/2005 |
|             |            |

\*\*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) Shares of performance-based restricted stock that vest in three installments on March 31, 2006, March 31, 2007 and March 31, 2008, subject to the issuer achieving certain performance targets.
- (2) Includes 700 shares of Common Stock acquired under the issuer's Associate Stock Purchase Plan in June 2005.

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.