

HAVNER RONALD L JR

Form 4

May 28, 2010

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HAVNER RONALD L JR

(Last) (First) (Middle)

C/O PUBLIC STORAGE, 701  
WESTERN AVENUE

(Street)

GLENDAL, CA 91201

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Public Storage [PSA]

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

05/27/2010

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)

VICE CHAIRMAN & CEO

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 Beneficial Ownership (Instr. 4) |                               |
|---------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|--------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|-------------------------------|
|                                                         |                                      |                                                    | Code                           | V                                                                 | Amount | (A) or (D) | Price                                                                                         |                                                          |                                                       |                               |
| Common Stock                                            |                                      |                                                    |                                |                                                                   |        |            |                                                                                               | 35,000                                                   | I                                                     | As Trustee                    |
| Common Stock                                            |                                      |                                                    |                                |                                                                   |        |            |                                                                                               | 300                                                      | I                                                     | For benefit of son <u>(2)</u> |
| Depository Shares Representing Series G Preferred Stock | 05/27/2010                           |                                                    | S                              |                                                                   | 200    | D          | \$ 25.25                                                                                      | 1,750                                                    | I <u>(5)</u>                                          | By IRA                        |

Depository  
Shares  
Representing  
Series G  
Preferred  
Stock

9,970

I

As  
Trustee  
(1)

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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    | 8. P<br>Der<br>Sec<br>(Ins |                                  |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|----------------------------|----------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                                  | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title                      | Amount or<br>Number of<br>Shares |
| Stock<br>Option<br>(right to<br>buy)                | \$ 50.3                                                            |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | 03/02/2010                                                          | 03/02/2018         | Common<br>Stock            | 200,000                          |
| Stock<br>Option<br>(right to<br>buy) <sup>(4)</sup> | \$ 81.81                                                           |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | 12/08/2008                                                          | 12/08/2017         | Common<br>Stock            | 83,000                           |
| Stock<br>Option<br>(right to<br>buy) <sup>(3)</sup> | \$ 95.18                                                           |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | 12/08/2007                                                          | 12/08/2016         | Common<br>Stock            | 83,000                           |
| Stock<br>Option<br>(right to<br>buy) <sup>(3)</sup> | \$ 69.87                                                           |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | 12/08/2006                                                          | 12/08/2015         | Common<br>Stock            | 83,000                           |
| Stock<br>Option<br>(right to<br>buy) <sup>(3)</sup> | \$ 30.1                                                            |                                         |                                                             |                                      |                                                                                                                    |                                                                |     | 11/07/2004                                                          | 11/07/2012         | Common<br>Stock            | 45,150                           |

## Reporting Owners

| Reporting Owner Name / Address                                                       | Relationships |           |                     |       |
|--------------------------------------------------------------------------------------|---------------|-----------|---------------------|-------|
|                                                                                      | Director      | 10% Owner | Officer             | Other |
| HAVNER RONALD L JR<br>C/O PUBLIC STORAGE<br>701 WESTERN AVENUE<br>GLENDALE, CA 91201 | X             |           | VICE CHAIRMAN & CEO |       |

## Signatures

/s/ Ronald L.  
Havner, Jr. 05/28/2010

\_\_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) By Ronald L. Havner, Jr. and LeeAnn R. Havner, Trustees of the Havner Family Trust.
- (2) By Ronald L. Havner, Jr. for benefit of son.
- (3) Stock options granted pursuant to the 2001 Stock Option and Incentive Plan; options vest in 3 equal annual installments beginning 1 year from grant date.
- (4) Share options granted pursuant to the 2007 Equity and Performance-Based Incentive Compensation Plan; options vest in 3 equal annual installments beginning 1 year from grant date.
- (5) By a custodian of an IRA for benefit of reporting person's wife.

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.