COWNIE JAMES S

Form 4 April 02, 2009

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

1(b).

(City)

1.Title of

Security

(Instr. 3)

(Print or Type Responses)

1. Name and Address of Reporting Person *

COWNIE JAMES S

(First) (Middle) (Last)

THE MACERICH COMPANY, 401 WILSHIRE BOULEVARD #700

(Street)

(State)

(Month/Day/Year)

(Zip)

Execution Date, if

(Month/Day/Year)

2. Transaction Date 2A. Deemed

SANTA MONICA, CA 90401

2. Issuer Name and Ticker or Trading

Symbol

MACERICH CO [MAC]

3. Date of Earliest Transaction

(Month/Day/Year) 03/31/2009

3.

Code

4. If Amendment, Date Original

Filed(Month/Day/Year)

X Form filed by One Reporting Person

4. Securities TransactionAcquired (A) or

Disposed of (D) (Instr. 3, 4 and 5)

(Instr. 8)

(A)

or Code V Amount (D) Price

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of

Issuer

below)

X_ Director

Applicable Line)

Officer (give title

Securities Beneficially Owned Following

Reported Transaction(s) (Instr. 3 and 4)

7. Nature of

Ownership

(Instr. 4)

Indirect

(D) or Indirect Beneficial

10% Owner

Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

Form filed by More than One Reporting

6. Ownership

Form: Direct

(I)

(Instr. 4)

(Check all applicable)

Estimated average

burden hours per

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

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

1. Title of Derivative Conversion Security or Exercise

3. Transaction Date 3A. Deemed

(Month/Day/Year) Execution Date, if any

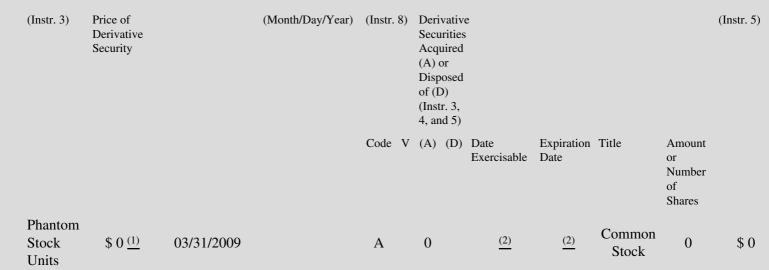
5. TransactionNumber Code of

6. Date Exercisable and **Expiration Date** (Month/Day/Year)

7. Title and Amount of 8. Price of **Underlying Securities** (Instr. 3 and 4)

Derivative Security

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Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

COWNIE JAMES S

THE MACERICH COMPANY
401 WILSHIRE BOULEVARD #700
SANTA MONICA, CA 90401



Signatures

Madonna R. Shannon for James S. Cownie

04/02/2009

**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) Convertible on a 1 for 1 basis.
- The shares attributable to the phantom stock units generally first become distributable upon the January 1 following the date of termination of service pursuant to earlier elections in accordance with the Plan terms, except units relating to January 1, 2005 through December 31, 2009 (together with any earnings thereon) shall be distributed commencing on January 1, 2012 in two equal annual
- (3) Includes 5,628.81 previously unreported phantom stock units accrued under the dividend reinvestment feature of the Plan.

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.

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