

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
OMB Number:	3235-0362
Estimated average burden hours per response:	1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Form 3 Holdings Reported.

Form 4 Transactions Reported.

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

<p>1. Name and Address of Reporting Person*</p> <p><u>KIRK A RUSSELL</u></p> <hr/> <p>(Last) (First) (Middle)</p> <p>C/O ARMADA HOFFLER PROPERTIES, INC. 222 CENTRAL PARK AVENUE, SUITE 2100</p> <hr/> <p>(Street)</p> <p>VIRGINIA VA 23462</p> <hr/> <p>(City) (State) (Zip)</p>	<p>2. Issuer Name and Ticker or Trading Symbol</p> <p><u>Armada Hoffler Properties, Inc. [AHH]</u></p> <hr/> <p>3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)</p> <p>12/31/2020</p> <hr/> <p>4. If Amendment, Date of Original Filed (Month/Day/Year)</p> <p>02/16/2021</p>	<p>5. Relationship of Reporting Person(s) to Issuer (Check all applicable)</p> <p><input checked="" type="checkbox"/> Director 10% Owner</p> <p>Officer (give title below) Other (specify below)</p> <hr/> <p>6. Individual or Joint/Group Filing (Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p>Form filed by More than One Reporting Person</p>
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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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
Common Stock	11/13/2015		W5	8,134 ⁽¹⁾	A	\$0	31,768	D	
Common Stock	04/05/2018		P4	777 ⁽¹⁾⁽²⁾	A	\$13.86	32,545	D	
Common Stock	07/05/2018		P4	762 ⁽¹⁾⁽²⁾	A	\$15.09	33,307	D	
Common Stock	10/04/2018		P4	773 ⁽¹⁾⁽²⁾	A	\$15.07	34,080	D	
Common Stock	12/17/2018		G5	1,320 ⁽¹⁾	D	\$0	32,760	D	
Common Stock	01/03/2019		P4	834 ⁽¹⁾⁽²⁾	A	\$13.85	33,594	D	
Common Stock	04/04/2019		P4	694 ⁽¹⁾⁽²⁾	A	\$15.77	34,288	D	
Common Stock	10/08/2020		P4	336 ⁽¹⁾⁽²⁾	A	\$9.48	28,641	I	By Spouse ⁽³⁾
Common Stock	04/02/2020		P4	643 ⁽¹⁾⁽²⁾	A	\$9.69	29,284	I	By Spouse ⁽³⁾
Common Stock	12/22/2020		G5	5,000 ⁽⁴⁾	A	\$0	34,284	I	By Spouse ⁽³⁾

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 Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- The original Form 5 filed on February 16, 2021 inadvertently failed to report the additional entries that are filed on this Form 5/A.
- Shares purchased pursuant to a broker-sponsored dividend reinvestment program.
- Mr. Kirk disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- The original Form 5 filed on February 16, 2021 inadvertently reported the incorrect number of shares for this transaction.

Remarks:

Michael P. O'Hara, Attorney-in-Fact for A. Russell Kirk 03/23/2021

** Signature of Reporting Person Date

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

* 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).

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

