Extra Space Storage Inc. Form 4 August 05, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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

obligations may continue. See Instruction

See Instruction

See Instruction

See Instruction

Output Section 10(a) of the Section 10(a) of the Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** Tanner Richard | | | Symb | ol | d Ticker or Trading | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--|------------------------|--------------------------------------|----------------|-------------------|--|--|------------------|-----------------------|--|
| | | | Extra | Space Sto | rage Inc. [EXR] | (Ch | eck all applical | ble) | |
| | (Last) | (First) (1 | Middle) 3. Dat | e of Earliest 7 | Transaction | | | | |
| | | | | h/Day/Year) | | Director | 10 | 0% Owner | |
| 2795 EAST COTTONWOOD | | | D 08/05 | 5/2008 | | _X_ Officer (give title Other (sp | | | |
| | PARKWAY | 7, SUITE 400 | | | | below) below) Senior VP Development | | | |
| (Street) | | | 4. If A | mendment, D | Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| | | | | Month/Day/Ye | ĕ | Applicable Line) | • | υ· | |
| | | | | | ·· , | _X_ Form filed by One Reporting Person | | | |
| SALT LAKE CITY, UT 84121 | | | | | | Form filed by More than One Reporting Person | | | |
| (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Ow | | | | | | | | | |
| | 1.Title of Security | 2. Transaction Date (Month/Day/Year) | | 3. if Transact | 4. Securities Acquired ion(A) or Disposed of | 5. Amount of Securities | 6. Ownership | 7. Nature of Indirect | |
| | (Instr. 2) | (| · · | | (D) | Danafiaially | Forms Direct | | |

| (City) | (State) (| Zip) Table | e I - Non-D | erivative S | Securi | ties Ac | quired, Disposed | of, or Benefici | ally Owned |
|--------------------------------------|---|---|--|--------------------------------------|------------------|--|---|---|--|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | ransaction(A) or Disposed of ode (D) | | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| Common Stock | 08/05/2008 | | Code V | Amount 19,788 | (A) or (D) | Price | Reported Transaction(s) (Instr. 3 and 4) 568,715 | (Instr. 4) | |
| Common Stock | 08/05/2008 | | M | 1,568 | A | (1) | 46,158 | I | Richard S. Tanner, or his successors, as manager |
| | | | | | | | | | of Tanner Storage LLC |

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. Transacti Code (Instr. 8) | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|---------------------------------------|---|-------------------------------------|--------------------|---|-------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Contingent Conversion Shares | (1) | 08/05/2008 | | М | 1,568 | <u>(1)</u> | 12/31/2008 | Common Stock | 1,568 |
| Contingent Conversion Shares | (1) | 08/05/2008 | | M | 19,788 | <u>(1)</u> | 12/31/2008 | Common Stock | 19,788 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Tanner Richard 2795 EAST COTTONWOOD PARKWAY SUITE 400 SALT LAKE CITY, UT 84121

Senior VP Development

Signatures

Richard S. Tanner 08/05/2008

**Signature of Date
Reporting Person

Reporting Owners 2

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).
- Contingent conversion shares \$0.01 par value per share, of the Issuer. Contingent conversion shares are automatically convertible into
- (1) shares of the Issuer's common stock on a one-for-one basis upon the achievement of certain performance thresholds relating to 14 properties owned by the Issuer.

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.