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

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SEC 1474 (9-02)

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)											
1. Name and Address of Reporting JESSUP MANUEL O	2. Issuer Name and TANGER FACT [SKT]			<i>c</i> .		INC	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X_Officer (give title below) Other (specify below) Senior VP - Human Resources				
(Last) (First) 3200 NORTHLINE AVE., S	3. Date of Earliest Transaction (Month/Day/Year) 02/12/2013						Senior VP - Human R	esources			
(Street) GREENSBORO, NC 27408		4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of Security (Instr. 3)		Date (Month/Day/Year)Execution Date, if anyCode (Instr. 8)(A) or Disposed of (Instr. 3, 4 and 5)		f(D)	5. Amount of Securities Beneficially 6. 7. N Owned Following Reported Ownership of Ir Transaction(s) Form: Ben						
		(Month/Day/Year)	Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)	
Common Stock	02/12/2013		А		2,500 (1)	А	\$0	3,500	D		

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

( <i>e.g.</i> , puts, calls, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Num	ber	6. Date Exer	cisable	7. Title and	Amount of	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transaction of		and Expiration Date		Underlying Securities		Derivative	Derivative	Ownership	of Indirect		
Security	or Exercise	(Month/Day/Year)	any	Code Derivative		(Month/Day/Year)		(Instr. 3 and 4)		Security	Securities	Form of	Beneficial		
· /	Price of		(Month/Day/Year)	(Instr. 8)	)	Securiti						(Instr. 5)		Derivative	· ·
	Derivative					Acquire	ed							2	(Instr. 4)
	Security					(A) or							0	Direct (D)	
						Dispose	ed						*	or Indirect	
						of (D) (Instr. 3	2 1						Transaction(s) (Instr. 4)	(1) (Instr. 4)	
						and 5)	, 4,						(111501. 4)	(11150.4)	
						und 5)	-								
								D.	<b>.</b>		Amount				
								Date Exercisable	Expiration	Title	or Normhan				
				Code	v	(A)	(D)	Exercisable	Date		Number of Shares				
				Couc	v	(A)	(D)				of Shares				
Notional										Common					
Units (2)	<u>(2) (3)</u>	02/12/2013		А		8,550		<u>(4)</u>	<u>(2)(4)</u>	Common Stock	8,550.00	\$ 0	8,550	D	
<u>(3)</u>										Stock					

# **Reporting Owners**

	Relationships									
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
JESSUP MANUEL O 3200 NORTHLINE AVE. SUITE 360 GREENSBORO, NC 27408			Senior VP - Human Resources							

### Signatures

/s/ James F. Williams, attorney-in-fact for Mr. Jessup	02/14/2013
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) Represents a grant of restricted shares approved by the Company's Board of Directors on February 12, 2013 under the Company's Amended and Restated Incentive Award Plan. The restricted shares vest and the restrictions cease to apply on twenty percent of the award on each February 28th over a five year period beginning February 28, 2014.
- Represents performance shares which may convert, into an equivalent number of restricted common shares of the Company based on the Companys share price appreciation inclusive of all dividends (TRS), and its TRS relative to its peer group, over the three-year measurement period from January 1, 2013 through December 31, 2015. The share price targets will be reduced on a dollar-for-dollar basis with respect to any dividend payments made during the measurement period. The number of restricted shares earned shall in no event exceed the product of(a) the performance shares granted and (b) \$42.04.

With respect to 70% of the performance shares, 33.33% of this portion of the award will be earned if the Company's aggregate TRS equals 25% over the three-year measurement period, 66.67% of the award will be earned if the Company's TRS equals 30%, and 100% of this portion of the award will be earned if the Company's TRS equals 35% or higher. With respect to 30% of the performance shares, 33.33% of this portion of the award will be earned if the Company's TRS equals 35% or higher. With respect to 30% of the performance shares, 33.33% of this portion of the award will be earned if the Company's TRS equals 35% or higher. With respect to 30% of the performance shares, 33.33% of this portion of the award will be earned if the Company's TRS equals 35% or higher.

- (3) respect to 50% of the performance shares, 55.55% of this portion the award will be earned if the Company's TRS is in the 50th percentile of its peer group during this period, and 100% of this portion of the award will be earned if the Company's TRS is in the 60th percentile of its peer group during this period, and 100% of this portion of the award will be earned if the Company's TRS is in the 70th percentile of its peer group or greater during this period. The performance shares will convert on a pro-rata basis by linear interpolation between share price appreciation thresholds
- (4) Any restricted common shares earned on December 31, 2015 are subject to a time based vesting schedule. 50% of the shares will vest on January 4, 2016 and the remaining 50% will vest on January 3, 2017, contingent upon continued employment with the Company through the vesting dates.

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

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