Edgar Filing: Sunstone Hotel Investors, Inc. - Form 4

Form 4 February 1	ЛЛ		-						OMB AP	PROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								MMISSION	OMB Number:	3235-0287		
Check if no lo	this box								Expires:	January 31, 2005		
subject Sectior Form 4	to SIAIE.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES										
Form 5 obligations may continue. See Instruction 1(b). 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												
(Print or Type	e Responses)											
1. Name and Address of Reporting Person <u>*</u> Arabia John V			Symbol Issuer Sunstone Hotel Investors Inc. [SHO]					suer	f Reporting Person(s) to			
(Last)	(First)	(Chec						(Check	all applicable)			
120 VANTIS, SUITE 350				(Month/Day/Year)X_ Direct01/30/2015X_ Officebelow)					ve title 10% Owner below) resident & CEO			
(Street) 4.				4. If Amendment, Date Original 6.				Individual or Joint/Group Filing(Check				
Fil ALISO VIEJO, CA 92656				_X_H					plicable Line) _ Form filed by One Reporting Person . Form filed by More than One Reporting son			
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivative Secu	rities .	Acquir	ed, Disposed of,	or Beneficially	owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	nsaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)			Code (Instr. 3, 4 and 5)				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
G				Code V	Amount	(D)	Price	(Instr. 3 and 4)				
Common Stock	01/30/2015			J	1,825.2419	А	<u>(1)</u>	484,607.7262	2 D			
Common Stock	01/29/2016			J	24,975.9486	А	<u>(2)</u>	509,583.6748	3 D			
Common Stock	02/13/2016			F	6,286	D	<u>(3)</u>	503,297.6748	8 D			
Common Stock	02/15/2016			F	8,912	D	<u>(4)</u>	494,385.6748	3 D			
Common Stock	02/15/2016			F	10,683	D	<u>(5)</u>	483,702.6748	8 D			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amour	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	9		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or Number		
						Exercisable	Date		of		
				Code V	(Λ) (D)				Shares		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Arabia John V 120 VANTIS SUITE 350 ALISO VIEJO, CA 92656	Х		President & CEO					
Signatures								

/s/ John V. 02/17/2016 Arabia **Signature of

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).

The reporting person failed to timely report the inadvertent acquisition of an aggregate of 1,825.2419 shares of Sunstone Hotel Investors, (1) Inc. common stock on January 30, 2015, April 15, 2015, July 15, 2015 and October 15, 2015, due to simple oversight and third-party failure to restrict automated reinvestment of dividends. None of the acquisitions resulted in a short swing trade.

- Reflects shares of common stock received in connection with the dividend paid by Sunstone Hotel Investors, Inc. on January 29, 2016 to (2) stockholders of record as of December 31, 2015.
- (3) On February 13, 2016, 16,727 restricted shares of common stock of Sunstone Hotel Investors, Inc. (awarded to the Reporting Person on February 13, 2015) vested, and 6,286 shares of common of stock Sunstone Hotel Investors, Inc. were withheld to satisfy tax withholding

Reporting Person

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obligations. The closing price on February 12, 2016 (as February 13, 2016 fell on a weekend) of common stock of Sunstone Hotel Investors, Inc. on the New York Stock Exchange was \$11.94 per share.

On February 15, 2016, 23,715 restricted shares of common stock of Sunstone Hotel Investors, Inc. (awarded to the Reporting Person on February 15, 2013) vested, and 8,912 shares of common stock of Sunstone Hotel Investors, Inc. were withheld to satisfy tax withholding

(4) reordary 15, 2015) vested, and 3,912 shares of common stock of Sunstone Hoter Investors, inc. were withined to satisfy fax withinoid obligations. The closing price on February 12, 2016 (as February 15, 2016 fell on a holiday) of common stock of Sunstone Hotel Investors, Inc. on the New York Stock Exchange was \$11.94 per share.

On February 15, 2016, 25,751 restricted shares of common stock of Sunstone Hotel Investors, Inc. (awarded to the Reporting Person on February 15, 2013) vested, and 10,683 shares of common stock of Sunstone Hotel Investors, Inc. were withheld to satisfy tax withholding

(5) reordary 19, 2019) visited, and 10,009 shares of common stock of Sunstone Floter Investors, inc. were writtened to starty tax written

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.