ISTAR INC. Form 4 April 20, 2016

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number: 3235-0287

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * DISTASO DAVID MICHAEL			2. Issuer Name and Ticker or Trading Symbol ISTAR INC. [STAR]	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)				
			(Month/Day/Year)	Director 10% Owner				
C/O ISTAR, 1114 AVENUE OF THE AMERICAS 39TH FLOOR			04/20/2016	X Officer (give title Other (specify below) CHIEF FINANCIAL OFFICER				
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
NEW YORK,	NY 10036		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				

(City)	(State) (Z	Zip) Table	I - Nor	ı-De	erivative Se	curiti	es Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		3. Transa Code (Instr.	8)	4. Securit on(A) or Dis (D) (Instr. 3, 4	sposed	of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Restricted Stock Units	01/29/2016		A	V	11,503 (1)	A	\$ 0	37,704 <u>(3)</u>	D	
Common Stock	02/01/2016		A	V	9,000 (2)	A	\$0	93,994 (3)	D	
Common Stock	02/01/2016		F	V	3,773 (2)	D	\$0	93,994 (3)	D	
Series D Preferred								607 (3)	D	

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									mount		
						Date	Expiration	01			
						Exercisable	Date		umber		
								of			
				Code V	(A) (D)			S	hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

DISTASO DAVID MICHAEL C/O ISTAR 1114 AVENUE OF THE AMERICAS 39TH **FLOOR** NEW YORK, NY 10036

CHIEF FINANCIAL OFFICER

Signatures

David M. 04/20/2016 **DiStaso**

**Signature of Date Reporting Person

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).
- Effective January 29, 2016, the Reporting Person, Mr. David DiStaso, has been granted a long-term incentive equity award in the amount of 11,503 Restricted Stock Units (Units). The Units represent the right to receive an equivalent number of shares of iStar Common Stock (net of shares deducted for applicable tax withholdings) if and when the Units vest. Subject to the terms of the award agreement, the Units will cliff vest on December 31, 2018 if certain service conditions have been satisfied.
- Effective February 1, 2016, the Reporting Person acquired 9,000 shares of iStar Common Stock upon the vesting of Units pursuant to an (2) incentive equity award granted February 1, 2013, which award was previously reported on Form 4. After deducting 3,773 shares of iStar Common Stock for applicable tax withholdings, the Reporting Person acquired a net amount of 5,227 shares of iStar Common Stock.

Reporting Owners 2

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Following these transactions, the Reporting Person is the direct beneficial owner of 93,994 shares of iStar Common Stock and 607 shares of iStar Series D Preferred Stock. He also owns a total of 37,704 Restricted Stock Units, representing the right to receive an equivalent number of shares of iStar Common Stock (net of shares deducted for applicable tax withholdings) if and when the Units vest.

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.