

SUN COMMUNITIES INC
Form 4
August 12, 2015

FORM 4

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

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

1. Name and Address of Reporting Person *
Rowe Randall K

(Last) (First) (Middle)

27777 FRANKLIN ROAD, SUITE 200

(Street)

SOUTHFIELD, MI 48034

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SUN COMMUNITIES INC [SUI]

3. Date of Earliest Transaction
(Month/Day/Year)
08/10/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount Number Shares
			Code	V (A) (D)				
Series A-4 Preferred Stock, \$0.01 par value	\$ 56.25	08/10/2015	D	(A) 128,405 (1)	(2)	(2)	Common Stock, \$0.01 par value	57,06
Series A-4 Preferred Stock, \$0.01 par value	\$ 56.25	08/10/2015	D	(A) 13,094 (1)	(2)	(2)	Common Stock, \$0.01 par value	5,819
Series A-4 Preferred Stock, \$0.01 par value	\$ 56.25	08/10/2015	D	(A) 4,233 (1)	(2)	(2)	Common Stock, \$0.01 par value	1,881
Series A-4 Preferred Stock, \$0.01 par value	\$ 56.25	08/10/2015	D	(A) 10,893 (1)	(2)	(2)	Common Stock, \$0.01 par value	4,841
Option (right to sell) ⁽⁶⁾	\$ 31.08	08/10/2015	M	(D) 128,405 (6)	07/29/2015	08/10/2015	Series A-4 Preferred Stock, \$ 0.01 par value	128,40
Option (right to sell) ⁽⁶⁾	\$ 31.08	08/10/2015	M	(D) 13,094 (6)	07/29/2015	08/10/2015	Series A-4 Preferred Stock, \$ 0.01 par value	13,09
Option (right to sell) ⁽⁶⁾	\$ 31.08	08/10/2015	M	(D) 4,233 (6)	07/29/2015	08/10/2015	Series A-4 Preferred Stock, \$ 0.01 par	4,233

Option (right to sell) ⁽⁶⁾	\$	08/10/2015	M	10,893 ⁽⁶⁾	07/29/2015	08/10/2015	value Series A-4 Preferred Stock, \$ 0.01 par value	10,89
	31.08							

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rowe Randall K 27777 FRANKLIN ROAD SUITE 200 SOUTHFIELD, MI 48034	X			

Signatures

Randall K.
Rowe
08/12/2015

 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 the sale of Series A-4 Preferred Stock to Sun Communities, Inc. at a price of \$31.08 per share pursuant to the exercise of the right to sell Series A-4 Preferred Stock.
- (2) The Series A-4 Preferred Stock is convertible at any time, at the holder's election and has no expiration date.
- (3) Held by a trust of which reporting person is the trustee. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (4) Held by limited liability company of which the reporting person is the manager and a member. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (5) Held by Green Courte Partners, LLC, which is owned by the reporting person. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.
- (6) Represents the right to sell Series A-4 Preferred Stock to Sun Communities, Inc. at a price of \$31.08 per share.

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.