

Colony Financial, Inc.
Form 3
September 23, 2009

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *

Â BARRACK THOMAS JR

(Last) (First) (Middle)

C/O COLONY FINANCIAL,
INC.,Â 1999 AVENUE OF THE
STARS, SUITE 1200

(Street)

LOS ANGELES,Â CAAÂ 90067

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

09/23/2009

3. Issuer Name **and** Ticker or Trading Symbol
Colony Financial, Inc. [CLNY]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

☒ Director ☒ 10% Owner

☒ Officer ☐ Other
(give title below) (specify below)

Executive Chairman

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

1,000

I

By Colony Capital Acquisitions,
LLC ⁽¹⁾

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security

4. Conversion
or Exercise

5. Ownership
Form of

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Date Exercisable	Expiration Date	Title (Instr. 4)	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BARRACK THOMAS JR
C/O COLONY FINANCIAL, INC.
1999 AVENUE OF THE STARS, SUITE 1200
LOS ANGELES, CA 90067

Â X Â X Â Executive Chairman Â

Signatures

/s/ David A. Palame,
Attorney-in-Fact

09/23/2009

Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) Colony Capital Acquisitions, LLC ("Acquisitions") is the direct owner of the securities reported herein. Colony Capital, LLC is the sole member of Acquisitions and Thomas J. Barrack, Jr. ("Barrack") is the sole managing member of Colony Capital, LLC. Accordingly, Barrack may be deemed to beneficially own all of the securities reported on this Form 3. This filing shall not be deemed an admission that Barrack is the beneficial owner of any securities beneficially owned by Acquisitions except to the extent of his pecuniary interest therein.

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Remarks:

Exhibit 24 - Power of Attorney

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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