Sunstone Hotel Investors, Inc.

Form 4 May 05, 2015

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287 January 31,

Check this box if no longer subject to Section 16. Form 4 or

IGES IN BENEFICIAL OWNERSHIP OF Estimate

Expires. 2005 Estimated average burden hours per response... 0.5

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

1(b).

Common

Stock

05/01/2015

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person * BATINOVICH ANDREW			Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer		
(Last)	(First) (M		Sunstone Hotel Investors, Inc. [SHO] 3. Date of Earliest Transaction				(Check all applicable)		
(2431)	(2 1100)	,	(Month/Day/Year)			X Director	10%	Owner	
120 VANTIS, SUITE 350			01/30/2015				te title Other	er (specify	
	(Street)	4. If A	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person					
ALISO VIEJO, CA 92656						Form filed by More than One Reporting Person			
(City)	(State)	Zip) T	ble I - Non-De	erivative S	ecurities Ac	quired, Disposed	of, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Ye.	Code		•	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)	
Common Stock	01/30/2015		J	371.14	A (1)	41,018.14	D		

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

A

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

SEC 1474

(9-02)

47,086.14

D

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

6,068

A

<u>(2)</u>

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

1. Titl Deriv Secur (Instr.	ative ity	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (Instr. 8	5. tiorNumber of) Derivativ Securities Acquired (A) or Disposed of (D)	s I	ate	Amou Under Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
					Code \	(Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BATINOVICH ANDREW 120 VANTIS SUITE 350 ALISO VIEJO, CA 92656	X						

Signatures

/s/ Andrew

Batinovich 05/05/2015

**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) Reflects shares of common stock received in connection with the dividend paid by Sunstone Hotel Investors, Inc. on January 30, 2015 to stockholders of record as of December 31, 2014.
- (2) On May 1, 2015, Sunstone Hotel Investors, Inc. (the "Company") granted and vested 6,068 restricted shares of common stock to the Reporting Person pursuant to its 2004 Long Term Incentive Plan.

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.

Reporting Owners 2