

BENNION RICHARD W H
Form 4
March 16, 2018

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 *
BENNION RICHARD W H

2. Issuer Name and Ticker or Trading Symbol
HomeStreet, Inc. [HMST]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
601 UNION STREET, SUITE 2000

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/14/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP - Res. Lending Director

SEATTLE, WA 98101

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code V | Amount | | | |
| Common Stock | 03/14/2018 | | M | 628 | A | \$ 0 (1) | 10,698.4 | D |
| Common Stock | | | | | | | 22,183 | I |
| Common Stock | | | | | | | 0.055 | I |

Bennion Revocable Living Trust dated 12/19/02 (2)
HomeStreet, Inc. 401(k) Savings Plan (3)

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

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. P... |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------------------------|
| Performance Share Units | \$ 0 ⁽⁴⁾ | 03/14/2018 | | M | 628 | <u>(1)</u> <u>(1)</u> | Common Stock | Amount or Number of Shares 628 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BENNION RICHARD W H
601 UNION STREET, SUITE 2000
SEATTLE, WA 98101

EVP - Res. Lending Director

Signatures

/s/ Donna M. Cochener, Attorney in fact for Richard W.H. Bennion

03/16/2018

**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).

Shares of common stock of HomeStreet, Inc. ("HomeStreet") were issued to the reporting person without payment of any consideration in connection with the vesting of a Performance Share Unit award ("PSU") granted to the reporting person on January 29, 2015. The number of shares issued on the vesting of the PSU was determined based on the achievement of certain performance factors set forth in the PSU. This PSU was previously reported on a Form 4 filed February 2, 2015 with a maximum award amount of 1,526 shares. Any portion of the award not vested terminated as of the date of this issuance.

(2) Mr. Bennion is the co-trustee with Diane Bennion for the Bennion Revocable Living Trust dated 12/19/02.

(3)

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Based on a plan statement dated as of February 28, 2018. Participants in HomeStreet, Inc.'s 401(k) Savings Plan, or the "401(k) Plan", have the authority to direct voting of shares they hold through the 401(k) Plan.

(4) Each PSU represents a contingent right to receive one share of HomeStreet common stock.

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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