

VINCENT MARY L
Form 4
January 29, 2019

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 *
VINCENT MARY L

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)
01/26/2019

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

EVP - Chief Risk Officer

SEATTLE, WA 98101

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	01/26/2019		M	278 A \$ 0 ⁽¹⁾	14,400.8	D	
Common Stock ⁽²⁾	01/26/2019		F	83 D \$ 24.32	14,317.8	D	
Common Stock	01/28/2019		M	358 A \$ 0 ⁽³⁾	14,675.8	D	
Common Stock ⁽²⁾	01/28/2019		F	107 D \$ 24.55	14,568.8	D	

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

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(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 (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. Price or Value of Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(4)	01/26/2019		M	278	(5)	(5)	Common Stock	278
Restricted Stock Units	(4)	01/28/2019		M	358	(6)	(6)	Common Stock	358

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VINCENT MARY L 601 UNION STREET, SUITE 2000 SEATTLE, WA 98101			EVP - Chief Risk Officer	

Signatures

/s/ Donna M. Cochener, Attorney in fact for Mary Vincent

01/29/2019

__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) Common stock acquired upon vesting of Restricted Stock Units ("RSUs") granted on January 26, 2017.

(2) Restricted stock award subject to vesting based upon an increase in the price of the common stock in comparison to the price at which common stock was issued in the company's initial public offering.

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- (3) Common stock acquired upon vesting of RSUs granted on January 28, 2016.
- (4) Each RSU represents a contingent right to receive one share of HomeStreet common stock. RSUs do not require the holder to pay any consideration on vesting.
- On January 26, 2017, the reporting person was granted 834 RSUs, which vest incrementally in equal amounts on January 26, 2018, January 26, 2019, and January 26, 2020, respectively. In the event of a change in control, all unvested RSUs may vest immediately under certain circumstances. Upon vesting, the reporting person will receive a number of shares of HomeStreet common stock equal to the number of RSUs that vest on that date.
- (5)
- On January 28, 2016, the reporting person was granted 1,074 RSUs, which vest incrementally in equal amounts on January 28, 2017, January 28, 2018 and January 28, 2019, respectively. In the event of a change in control, all unvested RSUs may vest immediately under certain circumstances. Upon vesting, the reporting person will receive a number of shares of HomeStreet common stock equal to the number of RSUs that vest on that date.
- (6)
- As of January 28, 2019, the reporting person's remaining RSUs includes 278 RSUs granted on January 26, 2017, which vest on January 26, 2020, and 1,215 RSUs granted on January 29, 2018, which vest incrementally in equal amounts on January 29, 2019, January 29, 2020 and January 29, 2021, respectively. In the event of a change in control, all unvested RSUs may vest immediately under certain circumstances. Upon vesting, the reporting person will receive a number of shares of HomeStreet common stock equal to the number of RSUs that vest on that date.
- (7)

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.