

REISS DALE ANN
Form 4/A
December 20, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
REISS DALE ANN

2. Issuer Name and Ticker or Trading Symbol
ISTAR INC. [STAR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O ISTAR INC., 1114 AVENUE OF THE AMERICAS, 39TH FLR

3. Date of Earliest Transaction (Month/Day/Year)
12/18/2017

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

(Street)

NEW YORK, NY 10036

4. If Amendment, Date Original Filed(Month/Day/Year)
12/19/2017

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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, par value \$.001 per share | 12/18/2017 | | S | (A) 17,595 (1) | D \$ 11.7 40,442 | D | |
| Series E Preferred Stock | 10/20/2017 | | J V | 2,293 (2) | D \$ 25.1914 0 | I | Family Trust |
| Series E Preferred Stock | 10/20/2017 | | J V | 475 (2) | D \$ 25.1914 0 | I | Spouse's IRA |

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| | | | | | | | | | |
|--------------------------|------------|---|---|---------------------|---|------------|-------|---|--------------|
| Series F Preferred Stock | 10/20/2017 | J | V | <u>2,217</u> (2) | D | \$ 25.1896 | 0 | I | Family Trust |
| Series F Preferred Stock | 10/20/2017 | J | V | <u>1,925</u> (2) | D | \$ 25.1896 | 0 | I | IRA |
| Series D Preferred Stock | | | | | | | 2,700 | I | IRA |
| Series D Preferred Stock | | | | | | | 500 | I | Family Trust |

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 (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 of Underlying Securities (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Common Stock Equivalents | \$ 0 | | | | | (3) | (3) | Common Stock | 43,591 (3) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| REISS DALE ANN C/O ISTAR INC. 1114 AVENUE OF THE AMERICAS, 39TH FLR | X | | | |

NEW YORK, NY 10036

Signatures

Dale Anne Reiss

12/20/2017

__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) On December 18, 2017, the Reporting Person, Ms. Dale Reiss, disposed of 17,595 shares of iStar Common Stock through open market sales.

- (2) On October 20, 2017, iStar Inc. redeemed all of the issued and outstanding shares of iStar Series E Preferred Stock and iStar Series F Preferred Stock. As a result of such redemption, the Reporting Person disposed of indirect beneficial ownership of an aggregate of 2,768 shares of iStar Series E Preferred Stock and 4,142 shares of iStar Series F Preferred Stock.

- (3) The Reporting Person also holds a total of 43,591 Common Stock Equivalents (CSEs) awarded pursuant to the iStar Inc. Non-Employee Director Deferral Plan, all of which are vested. Under the Plan, on the regular distribution date, vested CSEs will be settled by the transfer of shares of iStar Common Stock to the participant. The "regular distribution date" for distributions to Plan participants is the earlier of:
(a) January 1 on or next following the earlier of (i) the date the participant ceases to be a non-employee director; and (ii) the date of the participant's death; and (b) a change of control (as defined in the Plan). A participant, under certain limited circumstances, is permitted to elect to receive distributions at times other than the regular distribution date.

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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