

SEYMOUR PETER

Form 3

March 06, 2019

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 *

SEYMOUR PETER

(Last)

(First)

(Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)

02/28/2019

3. Issuer Name and Ticker or Trading Symbol
Douglas Emmett Inc [DEI]

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)
 CFO

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

1299 OCEAN AVENUE, SUITE 1000

(Street)

SANTA MONICA, CA 90401

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. 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)

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

SEC 1473 (7-02)

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.

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)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
 Direct (D)
 or Indirect (I)

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

(Instr. 5)

Long Term Incentive Plan Units ⁽¹⁾	12/31/2017 ⁽²⁾	12/28/2027	Common Stock	13,014	\$ 0	D	Â
Long Term Incentive Plan Units ⁽¹⁾	12/31/2018 ⁽³⁾	12/28/2027	Common Stock	48,674	\$ 0	D	Â
Long Term Incentive Plan Units ⁽¹⁾	12/31/2018 ⁽⁴⁾	12/06/2028	Common Stock	10,105	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEYMOUR PETER 1299 OCEAN AVENUE SUITE 1000 SANTA MONICA, CA 90401	Â	Â	Â CFO	Â

Signatures

/s/ Peter
Seymour

03/06/2019

 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).

- Long term incentive plan units ("LTIP Units") in Douglas Emmett Properties, LP, a DE limited partnership (the "Operating Partnership") granted pursuant to the 2016 Omnibus Stock Incentive Plan of Douglas Emmett, Inc. ("Issuer"). Issuer is the sole stockholder of the general partner of the Operating Partnership. Upon vesting, each LTIP Unit can be converted into one partnership common unit ("OP Unit") of the Operating Partnership, which is ultimately exchangeable for common stock of Issuer, only, if applicable, after a specified percentage increase in Gross Asset Values of the Operating Partnership. LTIP Units not converted into OP Units within 10 years of the grant date will be forfeited. Upon the occurrence of certain events, OP Units are redeemable by the holder, without consideration, for an equivalent number of shares of Issuer's common stock or for the cash value of such shares, at Issuer's election.
- (1) LTIP Units granted on December 28, 2017, vest in 25% installments on December 31, 2017, 2018, 2019 and 2020.
 - (2) LTIP Units granted on December 28, 2017, vest in 25% installments on December 31, 2018, 2019, 2020 and 2021.
 - (3) LTIP Units granted on December 6, 2018, vest in 25% installments on December 31, 2018, 2019, 2020 and 2021.
 - (4) LTIP Units granted on December 6, 2018, vest in 25% installments on December 31, 2018, 2019, 2020 and 2021.

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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