Edgar Filing: Tidwell Kay Lee - Form 4

Tidwell Kay Lee Form 4											
March 13, 2019											
FORM 4			GEGU	DIFIEG		GHANGE			PPROVAL		
Check this box	UNITED	STATES		RITIES A shington			COMMISSION	OMB Number:	3235-0287		
if no longer								Expires:	January 31, 2005		
subject to Section 16. Form 4 or	n 16. STATEMENT OF CHANGES IN BENEFICIAL OWNER SECURITIES						WNEKSHIP OF	Estimated a burden hou response	average Irs per		
Form 5 obligations may continue. See Instruction 1(b).	Section 17(a) of the H	Public U	Jtility Ho	lding Cor		nge Act of 1934, of 1935 or Section 940	·			
(Print or Type Respon	nses)										
1. Name and Address of Reporting Person <u>*</u> Tidwell Kay Lee			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
			Hudson Pacific Properties, Inc. [HPP]			s, Inc.	(Check all applicable)				
(Last) ((First) (1	Middle)		of Earliest T	Transaction		Director	ve title 09	6 Owner er (specify		
11601 WILSHIRE BLVD. SUITE 900			(Month/Day/Year) 03/11/2019				below) Executive VP, General Counsel				
(Street)			4. If Amendment, Date Original			ıl	6. Individual or Joint/Group Filing(Check				
	Filed(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting						
LOS ANGELES, CA 90025							Person				
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
	ansaction Date			3.	4. Securit			· · · · · · ·	7. Nature of		
Security (Mon (Instr. 3)	th/Day/Year)	Execution 1 any	Date, if	Transactio Code	onAcquired Disposed	· · · · · ·		Form: Direct (D) or Indirect	Indirect Beneficial		
		-	ay/Year) (Instr. 8) (Instr. 3, 4 and 5)			· · ·	Owned	(I) (Instr. 4)	Ownership (Instr. 4)		
						(A) or	Transaction(s)				
				Code V	Amount	(D) Price	(Instr. 3 and 4)				
Reminder: Report on	a separate line	e for each cla	ass of sec	urities bene	ficially ow	ned directly	or indirectly.				
					inforn requi	nation cont red to resp ays a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)		
	Tab					posed of, or convertible	Beneficially Owned securities)	I			

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. Pr
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	iorDerivative	Expiration Date	Underlying Securities	Deriv

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8	Securitie: Acquired or Dispos (D) (Instr. 3, and 5)	(A) sed of	(Month/Day	/Year)	(Instr. 3 and	4)	Secu (Insti
				Code	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
LTIP Units	<u>(1)</u> <u>(2)</u>	03/11/2019		А	25,676		(1)(2)	(1)(2)	Common Stock, par value \$.01	25,676	(1)

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Tidwell Kay Lee			Executive				
11601 WILSHIRE BLVD. SUITE 900			VP, General				
LOS ANGELES, CA 90025			Counsel				
Signatures							

/s/ Kay Lee Tidwell	03/13/2019			
<u>**</u> 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).

LTIP Performance Units are a class of limited partnership units in Hudson Pacific Properties, L.P. (the "Operating Partnership") of the Company. Initially, LTIP Performance Units do not have full parity with common limited partnership units of the Operating Partnership ("Common Units") with respect to liquidating distributions. If such parity is reached, vested LTIP Performance Units may be converted

(1) into an equal number of Common Units at any time thereafter, and, upon conversion, enjoy all the rights of Common Units. Common Units are redeemable for cash based on the fair market value of an equivalent number of shares of Common Stock, or, at the election of the Company, an equal number of shares of Common Stock, each subject to adjustment in the event of stock splits, specified extraordinary distributions or similar events.

(Continued from Footnote 1) The LTIP Performance Units issued are pursuant to the Hudson Pacific Properties, Inc. and Hudson Pacific

(2) Properties, L.P. 2010 Incentive Award Plan and includes 12,838 unvested LTIP Performance Units, which will vest in equal annual installments on each of the first and second anniversaries of December 31, 2018, subject to the executive's continued service through the applicable vesting date.

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.