### Edgar Filing: Sunstone Hotel Investors, Inc. - Form 4

Sunstone Ho Form 4 August 07, 2	tel Investors, Inc. 014							
FORM				OMB APPROVAL				
	UNITED STAT	ES SECURITIES AND EXCHA Washington, D.C. 20549	NGE COMMISSION	OMB 3235-0287 Number:				
Check th if no long subject to Section 1 Form 4 o	6. <b>STATEMENT</b>	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						
Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(b). Form 5 obligations may continue. See Instruction 1(c) See Instruction See Instruction 1(c) See Instruction 1(c) 1								
(Print or Type I	Responses)							
1. Name and A Cruse Kenne	ddress of Reporting Person <u>*</u> eth Edward	Issuer [SHO]	of Reporting Person(s) to					
(Last)	(First) (Middle)	3. Date of Earliest Transaction	(Clied	eck all applicable)				
120 VANTI	S, SUITE 350	(Month/Day/Year) 08/05/2014						
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Jo Applicable Line)	6. Individual or Joint/Group Filing(Check				
ALISO VIE	Dne Reporting Person fore than One Reporting							
(City)	(State) (Zip)	Table I - Non-Derivative Secur	rities Acquired, Disposed of	, or Beneficially Owned				
1.Title of Security (Instr. 3)	any		acquired 5. Amount of ed of Securities Beneficially 15) Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) Ownership (Instr. 4) (Instr. 4)				
Common Stock	08/05/2014	F 34,149 D	<u>(1)</u> 637,280.784	D				

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)	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact: Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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## **Reporting Owners**

Reporting Owner Name / Addr	ess	Relationships					
1 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8	Director	10% Owner	Officer	Other			
Cruse Kenneth Edward 120 VANTIS SUITE 350 ALISO VIEJO, CA 92656	Х		Chief Executive Officer				
Signatures							
/s/ Kenneth E. Cruse	08/07/2014						
<u>**</u> Signature of	Date						

#### \*\*Signature of Reporting Person

# **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).
- On August 5, 2014, 65,445 restricted shares of common stock (awarded to the Reporting Person on August 5, 2011) vested, and 34,149
  (1) shares of common stock were withheld to satisfy tax withholding obligations. The closing price on August 5, 2014 of common stock of Sunstone Hotel Investors, Inc. on the New York Stock Exchange was \$14.21.

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.