

McLaren John Bandini
Form 4
March 22, 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 *
McLaren John Bandini

(Last) (First) (Middle)
27777 FRANKLIN ROAD, SUITE 200
(Street)

SOUTHFIELD, MI 48034

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SUN COMMUNITIES INC [SUI]

3. Date of Earliest Transaction (Month/Day/Year)
03/20/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Pres & COO

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

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 or Price | | |
| COMMON STOCK, \$0.01 PAR VALUE | 03/20/2019 | | F | | 3,751 D \$ 115.39 | D | |
| COMMON STOCK, \$0.01 PAR VALUE | 03/20/2019 | | G | V | 1,271 (1) D \$ 0 | D | |
| COMMON STOCK, \$0.01 PAR VALUE | 03/20/2019 | | A | | 25,000 (2) A \$ 0 | D | |

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| | | | |
|--------------------------------|--------|---|----------------------------------|
| COMMON STOCK, \$0.01 PAR VALUE | 100 | I | By son |
| COMMON STOCK, \$0.01 PAR VALUE | 100 | I | By daughter |
| COMMON STOCK, \$0.01 PAR VALUE | 100 | I | By another Son |
| COMMON STOCK, \$0.01 PAR VALUE | 21,394 | I | Shares held by a revocable trust |
| COMMON STOCK, \$0.01 PAR VALUE | 10 | I | Shares held in IRA |

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) | 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 Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 6) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|------------------------------------------------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|----------------------------------------------------------------------------------|---------------|-----------|------------|-------|
| | Director | 10% Owner | Officer | Other |
| McLaren John Bandini 27777 FRANKLIN ROAD SUITE 200 SOUTHFIELD, MI 48034 | | | Pres & COO | |

Signatures

| | |
|------------------------------------|------------|
| John B. McLaren | 03/22/2019 |
| **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) Included in the gift of 1,271 shares of the issuer's common stock, the reporting person gifted 100 shares each to his two sons and one daughter, who share the same household as the reporting person.
 Restricted stock. 10,000 of the shares are subject to time vesting and vest as follows: 2,000 shares vest on March 20, 2020; 2,000 shares vest on March 20, 2021; 2,000 shares vest on March 20, 2022; 2,000 shares vest on March 20, 2023 and 2,000 shares vest on March 20, 2024. 15,000 of the shares are subject to performance vesting based on certain market performance criteria.
 - (2)

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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