

CoreSite Realty Corp
Form 4
March 10, 2017

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Tobin Dominic M.

(Last) (First) (Middle)

C/O CORESITE REALTY
CORPORATION, 1001 17TH
STREET, SUITE 500

(Street)

DENVER, CO 80202

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CoreSite Realty Corp [COR]

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

03/08/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

SVP, Operations

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	03/08/2017		A	(A) or (D) Amount (1) 2,857	\$ 0 41,842	D	
Common Stock	03/08/2017		A	(A) or (D) Amount (2) 3,334	\$ 0 45,176	D	
Common Stock	03/08/2017		M	2,742 A	\$ 23.99 47,918	D	
Common Stock	03/08/2017		M	5,014 A	\$ 32.4 52,932	D	
Common Stock	03/08/2017		S	7,756 D	\$ 45,176 87.07	D	

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(3)

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

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(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. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 23.99	03/08/2017		M		2,742		<u>(4)</u>	04/05/2022	Common Stock	2,742
Stock Option (Right to Buy)	\$ 32.4	03/08/2017		M		5,014		<u>(5)</u>	02/28/2023	Common Stock	5,041

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Tobin Dominic M. C/O CORESITE REALTY CORPORATION 1001 17TH STREET, SUITE 500 DENVER, CO 80202	SVP, Operations

Signatures

/s/ Derek S. McCandless,
Attorney-in-Fact 03/10/2017

**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) Represents restricted stock granted under the issuer's 2010 Equity Incentive Award Plan. The restricted stock vests in three equal annual installments beginning on March 8, 2018, provided that the reporting person remains employed by the issuer as of each vesting date.

Represents performance-based restricted shares ("PSAs") granted under the issuer's 2010 Equity Incentive Award Plan. The number of PSAs earned is based on the issuer's achievement of relative total shareholder return ("TSR") measured versus the MSCI US REIT Index over a three-year performance period ending December 31, 2019, and the number of shares earned may range from 25% to 175%. The

- (2) PSAs are earned as follows: (i) 20% of the PSAs are earned upon TSR achievement in year one of the performance period, (ii) 20% of the PSAs are earned upon TSR achievement in year two of the performance period, (iii) 20% of the PSAs are earned upon TSR achievement in year three of the performance period, and (iv) 40% of the PSAs are earned upon a cumulative TSR achievement over the three-year performance period, subject to the reporting person's continued employment with the issuer at the end of the three-year performance period. The PSAs are granted and issued at 175% of the target amount.

- (3) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$87.00 to \$87.41, inclusive. The reporting person undertakes to provide to the issuer, any shareholder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

- (4) The stock options vest in four equal annual installments beginning on April 5, 2013, provided that the reporting person remains in continuous service with the issuer as of each vesting date.

- (5) The stock options vest in four equal annual installments beginning on February 28, 2014, provided that the reporting person remains in continuous service with the issuer as of each 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.

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