

MALKIN ANTHONY E
Form 4
December 06, 2017

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 *
MALKIN ANTHONY E

2. Issuer Name and Ticker or Trading Symbol
Empire State Realty Trust, Inc. [ESRT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
12/04/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman and CEO

C/O EMPIRE STATE REALTY TRUST, INC., 111 WEST 33RD STREET, 12TH FLOOR

(Street)

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

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

NEW YORK, NY 10120

(City) (State) (Zip)

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 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: Indirect Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Class A Common Stock	12/04/2017 ⁽¹⁾		C	156,416	A	\$ 0 ⁽²⁾	156,416	D
Class A Common Stock	12/04/2017		C	577,692	A	\$ 0 ⁽³⁾	734,108	D
Class A Common Stock	12/04/2017		C	11,790	A	\$ 0 ⁽⁴⁾	745,898	D

Class A Common Stock	12/04/2017		C	79	A	\$ 0 ⁽⁴⁾ <u>(5)</u>	9,485	I	By Spouse and family trusts and entities controlled by the Reporting Person. ⁽⁶⁾
Class A Common Stock	12/04/2017		C	487,320	A	\$ 0 ⁽³⁾	496,805	I	By Spouse and family trusts and entities controlled by the Reporting Person. ⁽⁶⁾
Class A Common Stock	12/04/2017		C	9,945	A	\$ 0 ⁽⁴⁾	506,750	I	By Spouse and family trusts and entities controlled by the Reporting Person. ⁽⁶⁾
Class A Common Stock	12/04/2017		S ⁽¹⁾	745,898	D	\$ 20.45	0	D	
Class A Common Stock	12/04/2017		S ⁽¹⁾	497,265	D	\$ 20.45	9,485	I	By Spouse family trusts and entities controlled by the Reporting Person. ⁽⁶⁾

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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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Derivative Security			Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V (A) (D)				
LTIP Units <u>(7)</u>	<u>(7)</u>	12/04/2017	C	119,875	<u>(7)(8)</u>	<u>(7)</u>	Class A Common Stock	119,875
LTIP Units <u>(7)</u>	<u>(7)</u>	12/04/2017	C	36,541	<u>(7)(9)</u>	<u>(7)</u>	Class A Common Stock	36,541
Operating Partnership Units	<u>(3)</u>	12/04/2017	C	577,692	<u>(3)</u>	<u>(3)</u>	Class A Common Stock	577,692
Operating Partnership Units	<u>(3)</u>	12/04/2017	C	487,320	<u>(3)</u>	<u>(3)</u>	Class A Common Stock	487,320
Class B Common Stock	<u>(4)</u>	12/04/2017	C	11,790	<u>(4)</u>	<u>(4)</u>	Class A Common Stock	11,790
Class B Common Stock	<u>(4)</u>	12/04/2017	C	79	<u>(4)(5)</u>	<u>(4)</u>	Class A Common Stock	79
Class B Common Stock	<u>(4)</u>	12/04/2017	C	9,945	<u>(4)</u>	<u>(4)</u>	Class A Common Stock	9,945

Reporting Owners

Reporting Owner Name / Address

Relationships

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managers or trustees, as applicable, all for the benefit of the Reporting Person, his spouse, and certain other members of their extended family and (ii) family trusts for the benefit of the Reporting Person's children. The Reporting Person disclaims beneficial ownership of such Operating Partnership Units, except to the extent of his pecuniary interest therein.

- (11) Includes Class B Common Stock held by (i) family trusts and entities for which the Reporting Person has sole voting and investment power as sole manager or sole trustee, as applicable, or the Reporting Person and his spouse have shared voting and investment power as managers or trustees, as applicable, all for the benefit of the Reporting Person, his spouse, and certain other members of their extended family and (ii) family trusts for the benefit of the Reporting Person's children. The Reporting Person disclaims beneficial ownership of such Class B Common Stock, except to the extent of his pecuniary interest therein.

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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