

KAUFMAN IVAN
Form 4
February 15, 2019

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
KAUFMAN IVAN

2. Issuer Name and Ticker or Trading Symbol
ARBOR REALTY TRUST INC
[ABR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/13/2019

Director 10% Owner
 Officer (give title below) Other (specify below)
COB, CEO and President

C/O ARBOR REALTY TRUST, INC., 333 EARLE OVINGTON BLVD., STE. 900

(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

UNIONDALE, NY 11553

(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 (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 Indirect Ownership (Instr. 4) | | |
|--|--------------------------------------|--|--------------------------------|---|---|--|--|-----------|---|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| Common Stock, par value \$0.01 per share | 02/13/2019 | | M ⁽¹⁾ | | 445,765 | A | \$ 0 ⁽³⁾ | 1,208,446 | D |
| Common Stock, par value \$0.01 per share | 02/13/2019 | | F ⁽⁴⁾ | | 242,273 | D | \$ 11.98 | 966,173 | D |

| | | | |
|--|-------------------------|---|---|
| Common Stock, par value \$0.01 per share | 4,994,736 <u>(2)</u> | I | By Arbor Commercial Mortgage, LLC |
| Common Stock, par value \$0.01 per share | 3,632 | I | By son, Maurice Kaufman |
| Common Stock, par value \$0.01 per share | 1,632 | I | By son, Adam Kaufman under Uniform Gift to Minors Act |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Restricted Stock Units | <u>(3)</u> | 02/13/2019 | | <u>M</u> ⁽¹⁾ | 445,765 | 02/13/2019 <u>(5)</u> | Common Stock, par value \$0.01 per share 445,765 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| | X | X | COB, CEO and President | |

KAUFMAN IVAN
C/O ARBOR REALTY TRUST, INC.
333 EARLE OVINGTON BLVD., STE. 900
UNIONDALE, NY 11553

Signatures

/s/ Ivan
Kaufman

02/15/2019

**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).

In 2015, Mr. Kaufman was granted up to 445,765 of Restricted Stock Units, which were issuable based on the achievement of certain

- (1) four-year shareholder return objectives ending December 31, 2018 of Arbor Realty Trust, Inc. (the "Company"). Based on the Company's results, 445,765 Restricted Stock Units vested.
- (2) Mr. Kaufman disclaims beneficial ownership of these shares of Common Stock except to the extent of his pecuniary interest therein.
- (3) Each Restricted Stock Unit represents the contingent right to receive one share of Common Stock upon vesting of the unit.
- (4) Represents shares that have been withheld by the Company to satisfy tax-withholding obligations in connection with the vesting of Mr. Kaufman's Restricted Stock Units.
- (5) Not applicable.

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.