

REISS DALE ANN  
Form 4  
December 19, 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 \*  
REISS DALE ANN

(Last) (First) (Middle)

C/O ISTAR INC., 1114 AVENUE OF THE AMERICAS, 39TH FLR

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ISTAR INC. [STAR]

3. Date of Earliest Transaction (Month/Day/Year)  
12/18/2017

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)

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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, par value \$.001 per share | 12/18/2017                           |  | P                              | (A)<br>17,595<br>(1)  | D \$ 11.7 40,442  | D  |   |
| Series E Preferred Stock                 | 10/20/2017                           |  | J V                            | 2,293<br>(2)  | D \$ 25.1914 0  | I  | Family Trust  |
| Series E Preferred Stock                 | 10/20/2017                           |  | J V                            | 475 (2)   | D \$ 25.1914 0  | I  | Spouse's IRA  |

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|                          |            |   |   |                     |   |            |       |   |              |
|--------------------------|------------|---|---|---------------------|---|------------|-------|---|--------------|
| Series F Preferred Stock | 10/20/2017 | J | V | <u>2,217</u><br>(2) | D | \$ 25.1896 | 0     | I | Family Trust |
| Series F Preferred Stock | 10/20/2017 | J | V | <u>1,925</u><br>(2) | D | \$ 25.1896 | 0     | I | IRA          |
| Series D Preferred Stock |            |   |   |                     |   |            | 2,700 | I | IRA          |
| Series D Preferred Stock |            |   |   |                     |   |            | 500   | I | Family Trust |

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 or Derivative Security (Instr. 3) |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares |
| Common Stock Equivalents                   | \$ 0   |                                      |  |                                |   | (3)  | (3)   | Common Stock                               | 43,591<br>(3)              |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| REISS DALE ANN<br>C/O ISTAR INC.<br>1114 AVENUE OF THE AMERICAS, 39TH FLR | X             |           |         |       |

NEW YORK, NY 10036

## Signatures

Dale Anne Reiss

12/19/2017

\_\_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) On December 18, 2017, the Reporting Person, Ms. Dale Reiss, disposed of 17,595 shares of iStar Common Stock through open market sales.

- (2) On October 20, 2017, iStar Inc. redeemed all of the issued and outstanding shares of iStar Series E Preferred Stock and iStar Series F Preferred Stock. As a result of such redemption, the Reporting Person disposed of indirect beneficial ownership of an aggregate of 2,768 shares of iStar Series E Preferred Stock and 4,142 shares of iStar Series F Preferred Stock.

- (3) The Reporting Person also holds a total of 43,591 Common Stock Equivalents (CSEs) awarded pursuant to the iStar Inc. Non-Employee Director Deferral Plan, all of which are vested. Under the Plan, on the regular distribution date, vested CSEs will be settled by the transfer of shares of iStar Common Stock to the participant. The "regular distribution date" for distributions to Plan participants is the earlier of:
  - (a) January 1 on or next following the earlier of (i) the date the participant ceases to be a non-employee director; and (ii) the date of the participant's death; and (b) a change of control (as defined in the Plan). A participant, under certain limited circumstances, is permitted to elect to receive distributions at times other than the regular distribution 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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