SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287							
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Instruction 1(b)		Filed	pursuant to Section 16(a) of the Securities Exchange Act of 1934				
()			or Section 30(h) of the Investment Company Act of 1940		-		
1. Name and Addr Richards Jay	ess of Reporting Pera 7 D.	son*	2. Issuer Name and Ticker or Trading Symbol <u>BankUnited, Inc.</u> [BKU]		all applicabl Director Officer (giv	e)	on(s) to Issuer 10% Owner Other (specify
(Last) C/O BANKUN 14817 OAK LA	(First) (Middle) NKUNITED, INC. AK LANE		3. Date of Earliest Transaction (Month/Day/Year) 03/01/2023		below) Officer of Sul		below) osidiary
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	/idual or Joint	/Group Filing	(Check Applicable
MIAMI LAKE	S FI	33016		X	Form filed	by One Repo	rting Person
	011				Form filed Person	by More than	One Reporting
(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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, par value \$0.01 per share	03/01/2023		A		13,000(1)	A	\$0.00	43,973	D	
Common Stock, par value \$0.01 per share	03/01/2023		F ⁽²⁾		3,468	D	\$35.39	40,505	D	
Common Stock, par value \$0.01 per share	03/02/2023		F ⁽³⁾		1,181	D	\$34.87	39,324	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)														
1. Title o Derivati Security (Instr. 3)	ve Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Reflects 13,000 restricted shares issued pursuant to the terms of the BankUnited, Inc. 2014 Omnibus Equity Incentive Plan. The restricted shares have a grant date of March 1, 2023, and will vest over a four period on each of the four anniversaries from the date of grant, subject to the reporting person's continued service through the vesting date.

2. Shares of BankUnited, Inc. common stock withheld by the Issuer to satisfy the tax withholding obligation of the reporting person arising from the vesting of restricted shares on March 1, 2023. These shares were not sold by the reporting person but were instead withheld from the total number of vested shares received by the reporting person from the Issuer.

3. Shares of BankUnited, Inc. common stock withheld by the Issuer to satisfy the tax withholding obligation of the reporting person arising from the vesting of restricted shares on March 2, 2023. These shares were not sold by the reporting person but were instead withheld from the total number of vested shares received by the reporting person from the Issuer.

Remarks:

The Reporting Person is Chief Risk Officer of BankUnited, N.A., a wholly owned subsidiary of BankUnited, Inc.

<u>/s/ Susan Greenfield as</u> <u>Attorney-in-Fact</u>

** Signature of Reporting Person Date

03/03/2023

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.