

Douglas Emmett Inc
Form 3
February 22, 2016

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Feinstein David T

(Last) (First) (Middle)

808 WILSHIRE
BOULEVARD,Â SUITE 200

(Street)

SANTA
MONICA,Â CAÂ 90401

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

02/19/2016

3. Issuer Name **and** Ticker or Trading Symbol
Douglas Emmett Inc [DEI]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

**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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Date Exercisable Expiration Title Amount or
Date Date Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

(Instr. 5)

Operating Partnership Units ⁽¹⁾	Â ⁽²⁾	Â ⁽³⁾	Common Stock	24,334	\$ 0	D	Â
Long Term Incentive Plan Units ⁽⁴⁾	12/31/2015 ⁽⁵⁾	Â ⁽³⁾	Common Stock	5,983	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Feinberg David T 808 WILSHIRE BOULEVARD SUITE 200 SANTA MONICA, CA 90401	Â X	Â	Â	Â

Signatures

/s/ Ben Orlanski by PA for David T.
Feinberg

02/22/2016

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Partnership common units ("OP Units") of Douglas Emmett Properties, LP, a Delaware limited partnership ("the Operating Partnership"). Issuer is the sole stockholder of the general partner of the Operating Partnership.
- (2) Upon the occurrence of certain events, OP Units are redeemable and may be exchanged without consideration, by the holder, for an equivalent number of shares of Issuer's common stock (the "Shares"), or for the cash value of such Shares, at Issuer's option.
- (3) Not applicable.
- (4) Long term incentive plan units ("LTIP Units") of the Operating Partnership.
- (5) LTIP Units have full parity with OP Units of the Operating Partnership for all purposes and subject to vesting, may be converted into an equal number of OP Units on a one-for-one basis. *See* also footnote 2.

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.