Edgar Filing: MALKIN ANTHONY E - Form 4

Form 4	ANTHONY E										
August 17, FORN	ЛЛ	STATES					NGE	COMMISSION	-	PPROVAL 3235-0287	
Check t if no lor subject Section Form 4 Form 5 obligation may con <i>See</i> Inst 1(b).	nger to 16. or Filed put ons stinue.	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, action 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940							Expires: Estimated burden hou response	Expires:January 31 2005Estimated average burden hours per response0.5	
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> MALKIN ANTHONY E			2. Issuer Name and Ticker or Trading Symbol Empire State Realty Trust, Inc. [ESRT]				C	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
TRUST, IN	(First) (RE STATE REAL IC., 111 WEST 3 2711 FLOOR			of Earliest T Day/Year) 2017	ransaction			X Director X Officer (giv below) Cha		% Owner ler (specify	
				4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
(City)	(State)	(Zip)	Tab	de I - Non-I	Derivative	Secur	·ities A	Person .cquired, Disposed (of or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Date 2A. Deemed		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price		5. Amount of Securities Beneficially Owned	6. Ownership	7. Nature of Indirect			
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities benet	ficially ow	ned di	rectly o	or indirectly.			

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

 (e.g., puts, calls, warrants, options, convertible securities)

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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. 5. Number of Transaction Code Securities (Instr. 8) 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
Operating Partnership Units (1)	<u>(1)</u>	08/15/2017		J	11,342 (2)	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	11,342
Operating Partnership Units (1)	<u>(1)</u>	08/15/2017		J	186,421 (2)	<u>(1)</u>	(1)	Class A Common Stock	186,421

Reporting Owners

Relationships					
Director	10% Owner	elationships Officer Chairman and CEO	Other		
Х		Chairman and CEO			
		Director 10% Owner	Director 10% Owner Officer		

/s/ Debra E. Levin, Attorney-in-Fact 08/17/2017

**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).

Represents OP Units of Empire State Realty OP, L.P., of which the Issuer is the sole general partner. OP Units are redeemable by the
(1) holder for shares of Class A Common Stock of the Issuer on a one-for-one basis or the cash value of such shares, at the Issuer's option. The right to redeem OP Units does not have an expiration date.

Represents the balance of consideration in connection with the Issuer's acquisition, on July 15, 2014, of the ground and operating leases at 112 West 34th St. and the ground lease at 1400 Broadway. LARRYMAE PARTNERS LLC, Peter L. Malkin Family 9 LLC and Peter L. Malkin Family 2000 LLC, entities for which the reporting person serves as sole manager, were investors in the entities that previously

- (2) owned these leases and delivery of a portion of the consideration payable to such investors by the Issuer at closing was deferred for a three-year period pending resolution of any contingencies. Absent any contingencies, this portion of the consideration has now been released. Shares of the Issuer's common stock and OP Units were issued at \$16.65 per share/unit in connection with the closing of the transaction on July 15, 2014.
- (3) Reflects adjustments in the classification of beneficial ownership of Operating Partnership Units among the Reporting Person and members of his immediate family.
- (4) Includes OP Units held by (i) family trusts and entities for which Anthony E. Malkin has sole voting and investment power as sole manager or sole trustee, as applicable, or Anthony E. Malkin and his wife have shared voting and investment power as managers or trustees, as applicable, all for the benefit of Anthony E. Malkin, his wife, and other direct descendants of Peter L. Malkin or spouses of such descendants, and (ii) family trusts for the benefit of Anthony E. Malkin's children. Anthony E. Malkin disclaims beneficial

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ownership of such OP Units, 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. 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.