## Edgar Filing: STAG Industrial, Inc. - Form 4

STAG Indu Form 4											
January 10,	2017							0145			
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION								т	APPROVAL		
Washington, D.C. 20549							NOMB Number:	3235-0287			
Check t if no lor subject Section Form 4 Form 5	nger to <b>STATEN</b> 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							January 31, 2005 average urs per 0.5		
obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(	(a) of the F	Public U	Jtility Hol	ding Co		t of 1935 or Section	on			
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> MARR CHRISTOPHER P			2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
				Industrial		-	(Check all applicable)				
(Last) (First) (Middle) C/O STAG INDUSTRIAL, INC., ONE FEDERAL STREET, 23RD FLOOR			3. Date of Earliest Transaction (Month/Day/Year) 01/06/2017				X_ Director10% Owner Officer (give titleOther (specify below)below)				
(Street) BOSTON, MA 02110			4. If Amendment, Date Original Filed(Month/Day/Year)			ıl	<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>				
		(Zin)					Person				
(City)	(State)	(Zip)		ole I - Non-l			Acquired, Disposed		-		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D)	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)		
Reminder: Re	port on a separate line	e for each cla	iss of sec	urities bene	•	•	•	ction of	SEC 1474		
	Persons who respond to the collec information contained in this form required to respond unless the forr displays a currently valid OMB con number.							n are not rm	(9-02)		
	Tab					sposed of, or convertible	Beneficially Owner securities)	1			
1 Title of	2 3 Trans	saction Date	3A De	emed	4	5 Number	r 6 Date Exercisa	able and 7 Ti	tle and Amount o		

Derivative Conversion (Month/Day/Year) Execution Date, if Transaction Derivative Expiration Date

1

Underlying Securities Deriva

8. Pric

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	(Instr. 8) A (A D (I (I (I		Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)		Securit (Instr.
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
LTIP Units <u>(1)</u>	(2)	01/06/2017		А		2,806		(2)	(2)	Common Stock, par value \$0.01 per share	2,806	<u>(2</u> )

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MARR CHRISTOPHER P C/O STAG INDUSTRIAL, INC. ONE FEDERAL STREET, 23RD FLOOR BOSTON, MA 02110	Х						
Signatures							
/s/ Jeffrey M. Sullivan, Attorney-in-Fact	01/10/20	17					

\*\*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) The long-term incentive plan units ("LTIP Units") of STAG Industrial Operating Partnership, L.P. ("Operating Partnership") were granted to the reporting person on January 6, 2017 pursuant to the 2011 Equity Incentive Plan of STAG Industrial, Inc. (the "Issuer").

LTIP Units are subject to forfeiture until January 1, 2018. Over time, the LTIP Units can achieve full parity with the common units of limited partnership of the Operating Partnership ("OP Units") for all purposes. If such parity is reached, non-forfeitable LTIP Units may

(2) be converted into OP Units and then may be redeemed for cash equal to the then-current market value of one share of the Issuer's common stock or, at the Issuer's election, for shares of the Issuer's common stock on a one-for-one basis. LTIP Units do not have an expiration date.

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.