SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subjector Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(b) of the Investment Company Act of 1940

OMB APPROVAL 3235-0287 OMB Number:

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			or Section 50(n) of the investment company Act of 1540				
1. Name and Ad <u>PICKENS</u>	dress of Reporting <u>ERIN D</u>	J Person*	2. Issuer Name and Ticker or Trading Symbol <u>STRATUS PROPERTIES INC</u> [STRS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify			
(Last) 212 LAVACA SUITE 300	212 LAVACA STREET		3. Date of Earliest Transaction (Month/Day/Year) 03/11/2021	A below) below) Senior VP & CFO			
(Street) AUSTIN (City)	TX (State)	78701 (Zip)	4. If Amendment, Date of 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 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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock	03/11/2021		A ⁽¹⁾		4,498	Α	\$ <mark>0</mark>	46,719	D	
Common Stock ⁽²⁾	03/15/2021		F ⁽³⁾		366	D	\$28.03	46,353	D	

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

			(* 5) [*	,	,		,					,			
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 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. Represents the grant of stock-settled Common Stock Restricted Stock Units ("RSUs") in payment of participation interests in a development project pursuant to the terms of the Issuer's Profit Participation Incentive Plan. The RSUs vest in annual installments over a three-year period, provided that the recipient satisfies the applicable service conditional information, see Note 8 to the Issuer's financial statements included in its Form 10-K for the year ended December 31, 2020.

2. Amount beneficially owned following the reported transactions includes 12,998 RSUs.

3. Shares withheld to cover the taxes due upon the vesting of time-vested RSUs.

Kelly C. Simoneaux, on behalf of Erin D. Pickens pursuant to 03/15/2021 a power of attorney

** Signature of Reporting Person Date

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.