BankUnited, Inc. Form 4 September 16, 2016

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

Number: 3235-0287

Synings: January 31,

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

1(b).

(Print or Type Responses)

(State)

(7:-

| 1. Name and Ao Starr Jeffrey | * | orting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person Issuer | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--|------------|-----------------|--|--|--|--|--|--|
| | | | BankUnited, Inc. [BKU] | (Check all applicable) | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | | | |
| | | | (Month/Day/Year) | Director 10% Ov | wner | | | |
| C/O BANKUNITED, INC., 14817 OAK LANE (Street) | | | 09/15/2016 | _X_ Officer (give title Other (s | specif | | | |
| | | | | below) below) Officer of Subsidiary | | | | |
| | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(0 | 6. Individual or Joint/Group Filing(Check | | | |
| MIAMI LAF | KES. FL 33 | 016 | Filed(Month/Day/Year) | Form filed by More than One Repor | _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| | , - — | | | Person | | | | |

| (City) | (State) | (Zip) Tabl | le I - Non-I | Derivative | Secu | rities Acqui | red, Disposed of, | or Beneficiall | y Owned | |
|--|--------------------------------------|---|--|---|------|----------------------|--|--|---|--|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactic Code (Instr. 8) | 4. Securities Acquired (A) orr Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price | | | 5. Amount of 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) | |
| Common Stock, par value \$0.01 per share | 09/15/2016 | | S | 5,000 | D | \$ 31.2034 (1) | 34,000 | D | | |

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

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SEC 1474

(9-02)

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

| 1. Title of | f 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. | 6. Date Exerc | cisable and | 7. Title | e and | 8. Price of | 9. Nu |
|-------------|--------------|---------------------|--------------------|------------|------------|---------------|-------------|----------|--------------|-------------|--------|
| Derivativ | e Conversion | (Month/Day/Year) | Execution Date, if | Transacti | orNumber | Expiration D | ate | Amou | nt of | Derivative | Deriv |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security | Secui |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Derivative | e | | Securi | ties | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. | 3 and 4) | | Owne |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or Number | | |
| | | | | | | Exercisable | Date | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |
| | | | | Code v | (A) (D) | | | | Shares | | |

Reporting Owners

Relationships Reporting Owner Name / Address

> Officer Other Director 10% Owner

Starr Jeffrey C/O BANKUNITED, INC. **14817 OAK LANE** MIAMI LAKES, FL 33016

Officer of Subsidiary

Signatures

/s/ Susan Greenfield as Attorney-in-Fact

09/16/2016

**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).
- The shares were sold in multiple transactions on September 15, 2016 at actual sale prices ranging from \$31.20 to \$31.206 per share. The (1) price reported reflects the weighted average sale price for the transactions. The reporting person undertakes to provide upon request by the SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

Remarks:

The Reporting Person is the General Counsel of BankUnited, N.A., a wholly owned subsidiary of BankUnited, Inc.

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.

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