П

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
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|  |
| Section 16. Form 4 or Form 5           |
| obligations may continue. See          |
| Instruction 1(b).                      |

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

# OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

|   | Estimated average burden |     |
|---|--------------------------|-----|
|   | hours per response:      | 0.5 |
| 1 |                          |     |

| 1. Name and Address of Reporting Person*<br>SOBTI SANJIV          |       | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>BankUnited, Inc. [ BKU ] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |  |  |                          |  |  |
|---|-------|--|--|--|--|--------------------------|--|--|
|   |       |  | Х  | Director                                 |  | 10% Owner                |  |  |
| (Last) (First) (Middle)<br>C/O BANKUNITED, INC.<br>14817 OAK LANE |       | 3. Date of Earliest Transaction (Month/Day/Year)<br>05/23/2018                 |  | Officer (give title<br>below)            |  | Other (specify<br>below) |  |  |
|   |       | 4. If Amendment, Date of Original Filed (Month/Day/Year)                       | 6. Individual or Joint/Group Filing (Check Applicable Line)                |  |  |                          |  |  |
| (Street)<br>MIAMI LAKES FL 3                                      | 33016 |  | X  | Form filed by<br>Form filed by<br>Person |  | 0                        |  |  |
| (City) (State) (2   | Zip)  |  |  |  |  |                          |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3)          | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   |          |               |        | Securities                         | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|--|---|-----------------------------|---|----------|---------------|--------|------------------------------------|---|---|
|  |  |   | Code                        | v | Amount   | (A) or<br>(D) | Price  | Transaction(s)<br>(Instr. 3 and 4) |   | (1130.4)  |
| Common Stock, par value \$0.01 per share | 05/23/2018                                 |   | A                           |   | 1,000(1) | Α             | \$0.00 | 5,000                              | D   |   |

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   |     |     | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | Amount of<br>Securities |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|-----|-----|--|-------------------------|-------|---|--|----------------------------------|--|--|
|   |   |  |   | Code                         | v | (A) | (D) | Date<br>Exercisable                            | Expiration<br>Date      | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |                                  |  |  |

#### Explanation of Responses:

1. Reflects 1,000 restricted shares issued pursuant to the terms of the BankUnited, Inc. 2014 Omnibus Equity Incentive Plan. The restricted shares have a grant date of May 23, 2018, and will vest in substantially equal installments on each of the first three anniversaries of the grant date.

#### **Remarks:**

| <u>/s/ Susan Greenfield, as</u> |  |
|---------------------------------|--|
| Attorney-in-Fact                |  |

ting Person Date

05/23/2018

\*\* Signature of Reporting Person

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.