SEC Form 4

FORM 4

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

OMB APPROVAL

| OMB Number: | 3235-0287 | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
| Estimated average burden | | | | | | | | |
| hours per response | : 0.5 | | | | | | | |

Check this box if no longer subject to 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

| 1. Name and Address of Reporting Person [*] DOWLING MICHAEL J. | | | 2. Issuer Name and Ticker or Trading Symbol BankUnited, Inc. [BKU] | | ationship of Reporting Po (all applicable) Director | erson(s) to Issuer 10% Owner | | |
|--|---------|-------------------|--|-----------------------|--|---------------------------------|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 05/15/2024 | | Officer (give title below) | Other (specify below) | | |
| C/O BANKUNITED, INC. 14817 OAK LANE | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indi Line) X | | | | |
| (Street) MIAMI LA | AKES FL | 33016 | | | Form filed by More th Person | an One Reporting | | |
| (City) | (State) | (Zip) | Rule 10b5-1(c) Transaction Indication | | | an that is intended to | | |
| | | Table I - Non-Der | ivative Securities Acquired, Disposed of, or Ben | eficially | Owned | | | |

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | 4. Securities Disposed Of 5) | | | Securities Beneficially | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership |
|--|--|---|------------------------------|---|------------------------------------|---------------|-------------|------------------------------------|---|---|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| Common Stock, par value \$0.01 per share | 05/15/2024 | | A | | 2,320(1) | Α | \$ <u>0</u> | 22,782 | D | |

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

| | | | (* 5 / 1* | ,, | , | | , | | | | | , | | | |
|---|---|--|---|------------------------------|---|--|---|---------------------|--------------------|---|--|---|--|--|--|
| 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. Transa Code (8) | | of Deriv Secu Acqu (A) o Dispo of (D (Insti | 5. Number of Derivative (A) or Disposed of (D) (Instr. 3, 4 and 5) | | ate | 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. Reflects 2,320 restricted shares issued pursuant to the terms of the BankUnited, Inc. 2023 Omnibus Equity Incentive Plan. The restricted shares have a grant date of May 15, 2024, and will vest in full on the earlier of the first anniversary of the date of grant or the date of the issuer's next annual meeting of stockholders, subject to the reporting person's continued service as a director through the vesting date.



05/16/2024

** 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.