

SCHWARZMAN STEPHEN A

Form 4

February 02, 2011

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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 OF  
SECURITIES**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Blackstone Family Investment  
Partnership V L.P.

(Last) (First) (Middle)

C/O THE BLACKSTONE  
GROUP, 345 PARK AVENUE

(Street)

NEW YORK, NY 10154

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
BankUnited, Inc. [BKU]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/02/2011

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_X\_\_\_\_ 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D) Price			
Common Stock	02/02/2011		S		5,114,602	D \$ 25.65 (1)	10,430,666	I	See footnotes (2) (6) (7)
Common Stock	02/02/2011		S		1,599,326	D \$ 25.65 (1)	3,261,651	I	See footnotes (3) (6) (7)
Common Stock	02/02/2011		S		8,936	D \$ 25.65 (1)	18,224	I	See footnotes (4) (6) (7)
Common Stock	02/02/2011		S		5,193	D \$ 25.65	10,590	I	See footnote

# Edgar Filing: SCHWARZMAN STEPHEN A - Form 4

(1)

(5) (6) (7)

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

**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 control number.**

SEC 1474  
(9-02)

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

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Relationships

#### Reporting Owner Name / Address

Director 10% Owner Officer Other

Blackstone Family Investment Partnership V L.P.  
C/O THE BLACKSTONE GROUP  
345 PARK AVENUE  
NEW YORK, NY 10154

X

Blackstone Participation Partnership V L.P.  
C/O THE BLACKSTONE GROUP  
345 PARK AVENUE  
NEW YORK, NY 10154

X

BCP V Side-by-Side GP L.L.C.  
C/O THE BLACKSTONE GROUP  
345 PARK AVENUE  
NEW YORK, NY 10154

X

Blackstone Holdings III L.P.  
C/O THE BLACKSTONE GROUP  
345 PARK AVENUE  
NEW YORK, NY 10154

X

X

Blackstone Group L.P.  
C/O THE BLACKSTONE GROUP  
345 PARK AVENUE  
NEW YORK, NY 10154

Blackstone Group Management L.L.C.  
C/O THE BLACKSTONE GROUP  
345 PARK AVENUE  
NEW YORK, NY 10154

X

SCHWARZMAN STEPHEN A  
C/O THE BLACKSTONE GROUP  
345 PARK AVENUE  
NEW YORK, NY 10154

X

## Signatures

Blackstone Family Investment Partnership V L.P. By: /s/ Stephen A. Schwarzman Name:  
Stephen A. Schwarzman Title: Authorized Person

02/02/2011

\_\_Signature of Reporting Person

Date

Blackstone Participation Partnership V L.P. By: /s/ Stephen A. Schwarzman Name: Stephen  
A. Schwarzman Title: Authorized Person

02/02/2011

\_\_Signature of Reporting Person

Date

BCP V Side-By-Side GP L.L.C. By: /s/ Stephen A. Schwarzman Name: Stephen A.  
Schwarzman Title: Authorized Person

02/02/2011

\_\_Signature of Reporting Person

Date

Blackstone Holdings III L.P. By: /s/ Stephen A. Schwarzman Name: Stephen A. Schwarzman  
Title: Authorized Person

02/02/2011

\_\_Signature of Reporting Person

Date

The Blackstone Group L.P. By: /s/ Stephen A. Schwarzman Name: Stephen A. Schwarzman  
Title: Authorized Person

02/02/2011

\_\_Signature of Reporting Person

Date

Blackstone Group Management L.L.C. By: /s/ Stephen A. Schwarzman Name: Stephen A.  
Schwarzman Title: Authorized Person

02/02/2011

\_\_Signature of Reporting Person

Date

By: /s/ Stephen A. Schwarzman Stephen A. Schwarzman

02/02/2011

\_\_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) This amount represents the \$27.00 initial public offering price per share of common stock, par value \$0.01 per share ("Common Stock"), of BankUnited, Inc. less the underwriting discount of \$1.35 per share of Common Stock.

(2) These securities are held by Blackstone Capital Partners V L.P. ("BCP V").

(3) These securities are held by Blackstone Capital Partners V-AC L.P. ("BCP V-AC").

(4) These securities are held by Blackstone Family Investment Partnership V L.P. ("Family").

## Edgar Filing: SCHWARZMAN STEPHEN A - Form 4

- (5) These securities are held by Blackstone Participation Partnership V L.P. ("Participation").

The general partner of BCP V and BCP V-AC is Blackstone Management Associates V L.L.C. BMA V L.L.C. is the sole member of Blackstone Management Associates V L.L.C. The general partner of Family and Participation is BCP V Side-By-Side GP L.L.C.

- (6) Blackstone Holdings III L.P. is the managing member and owner of a majority in interest of BMA V L.L.C. and the sole member of BCP V Side-By-Side GP L.L.C. Blackstone Holdings III L.P. is indirectly controlled by The Blackstone Group L.P. The Blackstone Group L.P. is controlled by its general partner, Blackstone Group Management L.L.C., which is in turn controlled by its founder, Stephen A. Schwarzman.

Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, except to the extent of such Reporting

- (7) Person's pecuniary interest therein. The filing of this statement shall not be deemed to be an admission that, for purposes of Section 16 of the Securities Exchange Act of 1934 or otherwise, the Reporting Persons are the beneficial owners of any securities reported herein.

### Remarks:

Because no more than 10 reporting persons can file any one Form 4 through the Securities and Exchange Commission's EDGAR system,

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.