

Ladder Capital Corp  
 Form 4  
 February 13, 2014

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Park Howard

(Last) (First) (Middle)

C/O GI PARTNERS, 2180 SAND HILL ROAD, SUITE 210

(Street)

MENLO PARK, CA 94015

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Ladder Capital Corp [LADR]

3. Date of Earliest Transaction (Month/Day/Year)  
 02/11/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

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)	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)
Class A Common Stock	02/10/2014		J	2,551,749 A (1)	2,551,749 (2)	I	See Footnotes. (3) (4)
Class A Common Stock	02/10/2014		J	366,459 A (1)	366,459 (2)	I	See Footnotes. (3) (4)

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

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such securities for purposes of Section 16 or for any other purpose.

- (5) Each share of the Issuer's Class B Common Stock can be paired with a Unit and submitted to the Issuer for conversion into one share of the Issuer's Class A Common Stock, subject to expiration of the lock-up period described herein. Ladder Holdco owns 13,987,509 Units.
- (6) Not Applicable.
- (7) The shares of the Issuer's Class B Common Stock held by Ladder Holdco are subject to a lock-up and cannot be combined with Units and converted into shares of the Issuer's Class A Common Stock until August 5, 2014.
- (8) Not Applicable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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