Edgar Filing: Trubiana Thomas - Form 4

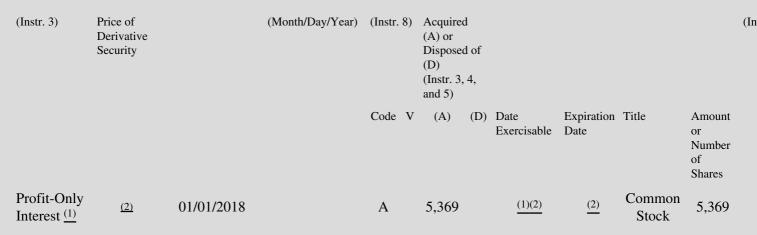
Trubiana T Form 4										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION						OMB APPROVAL				
Washington, D.C. 20549						E COMMISSIO	N OMB Number:	3235-0287		
Check t if no lou subject Section Form 4 Form 5 obligati may co <i>See</i> Inst	rsuant to Se (a) of the Pu	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Sectio of the Investment Company Act of 1940					Estimated burden hou response	urs per		
1(b).										
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> Trubiana Thomas			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	Education Realty Trust, Inc. [EDR]				(Che	(Check all applicable)			
(Last) (First) (Middle) 9999 SOUTH SHADY GROVE ROAD, SUITE 600			3. Date of Earliest Transaction (Month/Day/Year) 01/01/2018				X Director 10% Owner X Officer (give title Other (specify below) below) President			
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
MEMPHIS	S, TN 38120						Person	whole than one R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivativ	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ate, if	CodeDisposed of (D)(Instr. 8)(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)		
Reminder Pe	port on a separate lin	e for each clas	s of sec							
Kennider, Ke		e for each clas	5 01 500		Pers info requ	ons who re mation con ired to resp	spond to the collection to the collection to the collection the collection the collection of the collection of the collection to the colle	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. I
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof Derivative	Expiration Date	Underlying Securities	Der
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

number.

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Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Trubiana Thomas 999 SOUTH SHADY GROVE ROAD, SUITE 600 MEMPHIS, TN 38120	Х		President		
Signatures					
/s/ Lindsey Mackie, as Attorney in Fact for Thomas Trubiana		01/03/20)18		
** 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).
- Represents a grant pursuant to the EdR 2018 Long-Term Incentive Plan. The reporting person has elected to receive his award in the form of profit-only interests ("POIs") in Education Realty Operating Partnership, LP (the "Operating Partnership"), a subsidiary of EdR. The grant will vest over a three year period with one-third of the POIs vesting on January 1, 2019, one-third vesting on January 1, 2020 and one-third vesting on January 1, 2021.
- (2) Upon the occurrence of certain capital account equalization events, the POIs will become common units of limited partnership interest in the Operating Partnership which may be redeemed for cash or, at EdR's option, shares of EdR's common stock on a one-for-one basis.

Represents (i) 9,560 POIs granted under the EdR 2015, 2016 and 2017 Long-Term Incentive Plans that have vested, (ii) 9,754 POIs granted under the EdR 2016, 2017 and 2018 Long-Term Incentive Plans that vest ratably over the corresponding three year periods,

(3) including the newly granted POIs described in footnote 1 above, and (iii) 77,858 POIs granted under the 2015, 2016 and 2017 Long-Term Incentive Plans that vest in 2018, 2019 and 2020, respectively, subject to certain performance conditions. EdR's compensation committee will determine the percentage of performance-based POIs that will vest each year after an evaluation of the achievement of the established performance metrics for the previous year.

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.