

SHIFFMAN GARY A  
Form 4/A  
March 28, 2018

**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 \*  
SHIFFMAN GARY A

2. Issuer Name and Ticker or Trading Symbol  
SUN COMMUNITIES INC [SUI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
27777 FRANKLIN ROAD, SUITE 200  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/19/2018

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

SOUTHFIELD, MI 48034

4. If Amendment, Date Original Filed(Month/Day/Year)  
02/21/2018

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
COMMON STOCK, \$0.01 PAR VALUE	02/19/2018		A		100,000 <u>(1)</u> <u>(2)</u>	A	\$ 0
COMMON STOCK, \$0.01 PAR VALUE					1,442,789	D	
COMMON STOCK, \$0.01 PAR VALUE					341,763	I	Shares held by LLC <sup>(3)</sup>
COMMON STOCK, \$0.01 PAR VALUE					86,810	I	Owned by irrevocable trust <sup>(4)</sup>

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

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(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 (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHIFFMAN GARY A 27777 FRANKLIN ROAD SUITE 200 SOUTHFIELD, MI 48034	X		Chairman & CEO	

## Signatures

Gary A. Shiffman 03/28/2018

         \*\*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) Restricted stock. 40,000 of the shares are subject to time vesting and vest as follows: 8,000 shares vest on February 19, 2019; 8,000 shares vest on February 19, 2020; 8,000 shares vest on February 19, 2021; 8,000 shares vest on February 19, 2022; and 8,000 shares vest on February 19, 2023. 60,000 of the shares are subject to performance vesting based on certain market and financial performance criteria.
  - (2) This Form 4/A is being filed to correct the information in Footnote 1 of the Form 4 filed February 21, 2018.
  - (3) Owned by certain limited liability companies of which the reporting person is a member and a manager. The reporting person disclaims beneficial ownership, except to the extent of his pecuniary interest therein.

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(4) Owned by irrevocable trust of which the reporting person is not a trustee.

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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