SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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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 Addre		2. Issuer Name and Tio <u>Matson, Inc.</u> [M		ng Symbol		lationship of Reporting Person(s) to ck all applicable) Director 10% C						
(Last) 1411 SAND IS	(First) LAND PARKW	3. Date of Earliest Tran 04/28/2022	saction (Mo	nth/Day/Year)		Officer (give title below)	Other below	(specify)				
,			[4. If Amendment, Date	of Original I	iled (Month/Da		6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) HONOLULU	HI	96819							Form filed by On Form filed by Mo Person			
(City)	(State)	(Zip)							1 013011			
	Т	able I - No	on-Derivat	ive Securities Ac	quired, C	isposed of	, or Be	eneficial	ly Owned			
Date		2. Transaction Date (Month/Day/Y	Execution Date,	3. Transaction Code (Instr. 8) 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(c)	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	Transaction(s) (Instr. 3 and 4)			
Common Stock	04/28/2022		Α		1,295 ⁽¹⁾	Α	\$0.0000	36,421.3422 ⁽²⁾	D		
Table II - Derivative Securities Acquired Disposed of or Beneficially Owned											

able 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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispo of (D (Insti	5. Number 6. Date Exercisable ar f Expiration Date (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		ate	Amount of		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. Restricted stock units issued under the Issuer's Amended and Restated 2016 Incentive Compensation Plan that have 100% cliff vesting on the earlier of the grant date anniversary or the next annual shareholders meeting of the Issuer following the date of the grant of such restricted stock units.

2. The reported number of shares includes shares acquired under a Dividend Reinvestment Program pursuant to Rule 16a-11.

<u>/s/ Thomas B. Fargo</u>

<u>04/28/2022</u>

** 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.