FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C. 20549
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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

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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 Address of Reporting Person*  COX MATTHEW J					Matson, Inc. [ MATX ]										k all app	,		10% O		
(Last) 1411 SA	ast) (First) (Middle) 411 SAND ISLAND PARKWAY						3. Date of Earliest Transaction (Month/Day/Year) 01/22/2021								X Officer (give title below)  Chairma			Other (specify below)		
(Street) HONOLULU HI 96819  (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)								Line)	X Form filed by One Reporting Person Form filed by More than One Reporting Person					
1. Title of S	tive S	tive Securities Acquition 2A. Deemed Execution Date,			3. Transa		4. Securitie	s Acqu	ired (/	A) or	5. Amo Securit	unt of	6. Ownership Form: Direct	7. Nature of Indirect						
				(Month/Day/Year)		if any (Month/Day/Year)		Code (Instr. 8)		5) Amount	(A) or		rice	Report Transa	Following ed ction(s)	(D) or Indirect (I) (Instr. 4)		Beneficial Ownership (Instr. 4)		
Common Stock				01/22/2021					F <sup>(1)</sup>		5,537	(D)	_	67.59	(Instr. 3	59,099		D		
Common Stock				01/23/2021					F <sup>(1)</sup>		6,053	D	9	67.59	26	53,046		D		
Common Stock 01/2				01/24/2	2021				F <sup>(1)</sup>		6,456	D	\$67.59		256,590			D		
	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. Deen Executio if any (Month/E		4. Transaction Code (Instr. 8)		of Deriv Secu Acqu (A) o Dispo	r osed ) r. 3, 4	6. Date Expirat (Month	ion Da		7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4)		De Se (In	Price of rivative curity str. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	Ov Fo Dii or (I)	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	Amo or Num of Shar	ber						

## **Explanation of Responses:**

1. Represents common stock withheld by the Issuer to cover tax withholding obligations arising from the vesting of a previous grant of restricted stock units.

/s/ Matthew J. Cox

01/25/2021

\*\* 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.