FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Machinatan | D C | 20540 |
|-------------|------|-------|
| Washington, | D.C. | 20549 |

| Check this box if no longer subject to Section 16. Form 4 or Form 5 | STATEME |
|--|---------|
| obligations may continue. See Instruction 1(b). | Filed |
| (1) | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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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

| Name and Address of Reporting Person* <u>Wine Joel M</u> | | | | | | 2. Issuer Name and Ticker or Trading Symbol Matson, Inc. [MATX] | | | | | | | | | ck all app Dired | olicable) ctor | g Person(s) to Is | wner | |
|--|---|--|------------------|---|---|---|--------------------------------|--|------------------|-----|---|----------------|------------------------|---|---|---|--|-----------------------|--|
| (Last) 1411 SA | ` | irst) (ID PARKWAY | Middle) | | 3. Date of Earliest Transaction (Month/ 01/29/2015 | | | | | | Day/Year) | | | 7 | below | , | | Other (specify below) | |
| (Street) HONOLU | | | 96819 Zip) | | 4. If | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. In Line | Forn | or Joint/Group Filing (Check Applicable m filed by One Reporting Person m filed by More than One Reporting son | | | | |
| | | Tabl | e I - Noi | ո-Deriv | ative | Se | curitie | s Ac | quired, | Dis | posed o | f, or E | Benef | ficiall | y Own | ed | | | |
| 1. Title of Security (Instr. 3) 2. Trans Date (Month/ | | | | | ay/Year) 2A. Deemed Execution Date, if any (Month/Day/Yea | | Code (Instr. 5) | | | | | Secur Benef | icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |
| | | | | | | | | | Code | v | Amount | (A) (D) | or F | Price | Trans | action(s) 3 and 4) | | (5 4) | |
| Common Stock (| | | | 01/29 | 9/2015 | /2015 | | | F ⁽¹⁾ | | 1,461 |] | D : | \$ <mark>35.9</mark> 4 | . 4 | 9,570 | 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) | Execution if any | Execution Date, f any Month/Day/Year) Transaction Code (Instr. 8) Sec Act (A) Dis of (Instr. 8) | | Deriv Secu Acqu (A) oi Dispo of (D) (Instr and 5 | ative rities ired sed | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Expiration Date Exercisable | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) Amount or Number of Title Shares | | r. 3 | Price of erivative ecurity estr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |

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.

<u>/s/ Joel M. Wine</u> <u>02/02/2015</u>

** Signature of Reporting Person Date

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

- * 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.