SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   | 0.0000   |                    | the investment company Act of 1   | 0.0  |                                    |   |   |
|---|--|--------------------|---|--|------------------------------------|---|---|
| 1. Name and Address of Reporting Person*<br><u>Hendler Dale B</u> 2. Date of Event<br>Requiring Statement<br>(Month/Day/Year)<br>12/19/2012 |  | ment               | 3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Matson, Inc.</u> [ MATX ] |  |                                    |   |   |
| (Last) (First) (Middle)<br>1411 SAND ISLAND PARKWAY   |  |                    | 4. Relationship of Reporting Perso<br>(Check all applicable)<br>Director        | on(s) to Issue<br>10% Owne                             | (Mo                                | 5. If Amendment, Date of Original Filed<br>(Month/Day/Year) |   |
|   |  |                    | X Officer (give title below)  |  |                                    | ndividual or Joint/Group Filing (Check<br>plicable Line)    |   |
| (Street)  |  |                    | Vice President Co   | ntroller   | 2                                  | Form filed b  | y One Reporting Person                                      |
| HONOLULU HI 96819   |  |                    |   |  |                                    | Form filed b<br>Reporting P                                 | y More than One<br>erson                                    |
| (City) (State) (Zip)  |  |                    |   |  |                                    |   |   |
| Table I - Non-Derivative Securities Beneficially Owned  |  |                    |   |  |                                    |   |   |
| 1. Title of Security (Instr. 4)   |  |                    | 2. Amount of Securities<br>Beneficially Owned (Instr. 4)                        | 3. Ownersh<br>Form: Direc<br>or Indirect<br>(Instr. 5) | ct (D) (Inst                       | ture of Indirect Beneficial Ownership<br>5)                 |   |
| Common Stock  |  |                    | 13,877.194  | D  |                                    |   |   |
| Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)                |  |                    |   |  |                                    |   |   |
| 1. Title of Derivative Security (Instr. 4)  | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of Securities<br>Underlying Derivative Security (Instr. 4)  |  | 4.<br>Conversion<br>or Exercise    | 5.<br>Ownership<br>Form:                                    | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|   | Date<br>Exercisable  | Expiratior<br>Date | n Title   | Amount<br>or<br>Number<br>of<br>Shares                 | Price of<br>Derivative<br>Security | Direct (D)<br>or Indirect<br>(I) (Instr. 5)                 |   |
| Stock option  | 01/27/2011 <sup>(1)</sup>                                      | 01/26/2020         | Common Stock  | 3,047  | 16.94                              | D   |   |
| Stock option  | 01/26/2012 <sup>(1)</sup>                                      | 01/25/2021         | Common Stock  | 6,557  | 20.84                              | D   |   |
| Stock option  | 01/26/2006 <sup>(1)</sup>                                      | 01/25/2015         | 5 Common Stock  | 2,729  | 22.8                               | D   |   |
| Stock option  | 01/30/2009 <sup>(1)</sup>                                      | 01/29/2018         | 3 Common Stock  | 8,245  | 23.28                              | D   |   |
| Stock option  | 01/24/2008 <sup>(1)</sup>                                      | 01/23/2017         | 7 Common Stock  | 5,042  | 24.72                              | D   |   |
| Stock option  | 01/25/2007 <sup>(1)</sup>                                      | 01/24/2016         | 6 Common Stock  | 4,094  | 26.94                              | D   |   |

Explanation of Responses:

1. The option vests in three equal annual installments beginning a year from the transaction date.

/s/ Dale B. Hendler

<u>12/28/2012</u>

Date

\*\* Signature of Reporting Person

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 5 (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.