FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) 2. Issuer Name and Ticker or Trading Symbol 1. Name and Address of Reporting Person* Matson, Inc. MATX Angoco Vic S Jr Director 10% Owner Officer (give title Other (specify 3. Date of Earliest Transaction (Month/Day/Year) below) below) (Last) (First) (Middle) 01/23/2016 Senior Vice President 1411 SAND ISLAND PARKWAY 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable (Street) Line) 96819 HONOLULU HI 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 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 1. Title of Security (Instr. 3) 2. Transaction 2A. Deemed 5. Amount of 6. Ownership 7. Nature Transaction **Execution Date** Securities Form: Direct of Indirect (Month/Day/Year) Code (Instr. 8) Beneficially (D) or Indirect (I) (Instr. 4) Beneficial (Month/Day/Year) Owned Following Ownership Reported (Instr. 4) (A) or (D) Transaction(s) Code Amount Price (Instr. 3 and 4) 01/23/2016 F⁽¹⁾ Common Stock 1.058 D \$37.68 28,359 D Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 9. Number of 1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and 8. Price of 10. 11. Nature Derivative Security Conversion Execution Date Transaction Expiration Date (Month/Day/Year) Amount of derivative Ownership Date (Month/Day/Year) Derivative or Exercise if any Code (Instr. Securities Security Securities Form: Beneficial (Instr. 3) Price of (Month/Day/Year) Securities Underlying (Instr. 5) Beneficially Direct (D) Ownership (Instr. 4) Derivative Acquired Derivative Owned or Indirect (A) or Disposed (I) (Instr. 4) Security Security (Instr. 3 Following and 4) Reported of (D) Transaction(s)

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

Code

<u>/s/ Vicente S. Angoco</u> <u>01/25/2016</u>

(Instr. 4)

** Signature of Reporting Person Date

Amount or Number

Shares

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.

(Instr. 3, 4 and 5)

(A) (D)

Date

Exercisable

Expiration

Title