SEC Form 4
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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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JIAIEWENI	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 Address of Reporting Person <sup>*</sup> Sullivan John Warren			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Matson, Inc.</u> [ MATX ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 1411 SAND IS	(First)	(Middle) WAY	3. Date of Earliest Transaction (Month/Day/Year) 01/25/2023		Director Officer (give title below) Senior Vice P	10% Owner Other (specify below) resident			
(Street) HONOLULU	HI	96819	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indi Line) X	vidual or Joint/Group Fili Form filed by One Re	porting Person			
(City)	(State)	(Zip)	erivative Securities Acquired, Disposed of, or Ben	<u> </u>	Form filed by More th Person	an One Reporting			

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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)		(1130.4)
Common Stock	01/25/2023		A <sup>(1)</sup>		3,662	Α	\$0.0000	12,050	D	
Common Stock	01/25/2023		A <sup>(2)</sup>		2,384	Α	\$0.0000	14,434	D	
Common Stock	01/25/2023		F <sup>(3)</sup>		1,873	D	\$62.94	12,561	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. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 6. Date Exercisable and Expiration Date (Month/Day/Year)   (A) or Disposed of (D) (Instr. 3, 4 and 5) 6. Date Exercisable and Expiration Date   (A) (D)   Date Exercisable Expiration Date		7. Titl Amou Secur Unde Deriv Secur 3 and	int of rities rlying ative rity (Instr.	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)	Beneficial Ownership (Instr. 4)
				Code	v					Title	Amount or Number of Shares		

Explanation of Responses:

1. Issuance of shares of common stock pursuant to the satisfaction of performance criteria of Performance Shares that were granted in accordance with Rule 16b-3(d).

2. Restricted stock units issued under the Issuer's Amended and Restated 2016 Incentive Compensation Plan that vest in three equal annual installments beginning a year from the grant date. The restricted stock units also contain dividend equivalent rights.

3. Represents common stock withheld by the Issuer to cover tax withholding obligations arising from the vesting of Performance Shares.

/s/ John W. Sullivan

\*\* Signature of Reporting Person

01/27/2023

Date

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

 $^{\ast}$  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.

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b).