FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
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| STATEMENT | OF CHANG | GES IN BENEI | FICIAL OWN | ERSHIP |
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| OMB APPROVAL | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response. | 0.5 | | | | | | | |

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

| Name and Address of Reporting Person* Wine Joel M | | | | | 2. Issuer Name and Ticker or Trading Symbol Matson, Inc. [MATX] | | | | | | | (Che | eck all application | or | | 10% Ov | vner | | |
|---|--|-------------------|-----------------------------|-----------------------|--|---|--|---|---|----------|---|--|--|---|---------------------------------------|-----------------------------------|--|------------|--|
| (Last) 1411 SA | ` | First) ID PARKWAY | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 11/05/2020 | | | | | | | | | X Officer (give title Other (specify below) Sr. VP & CFO | | | | | |
| (Street) HONOL (City) | | II State) | 96819 (Zip) | | 4. | | | | | | | Line |) 【 Form fil | Joint/Group Filing (Check Applicable filed by One Reporting Person filed by More than One Reporting | | | | | |
| | | Ta | ble I - No | n-Deri | ivativ | ve S | ecuri | ities Acc | quired, | , Dis | posed of | , or Ber | eficially | / Owned | | | | | |
| 1. Title of Security (Instr. 3) | | | 2. Trans Date (Month/ | saction /Day/Year) | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | | | | Beneficia Owned F | s illy ollowing | Form (D) or | : Direct r Indirect str. 4) | 7. Nature of Indirect Beneficial Ownership | | |
| | | | | | | | | | Code | v | Amount | (A) or (D) | Price | Reported Transacti (Instr. 3 a | ion(s) | | | (Instr. 4) | |
| Common Stock | | | | 11/0 | 5/202 | 5/2020 | | | | | 60,381(1 | 1) A | \$21.4 | 194,456 | | | D | | |
| Common Stock | | | 11/0 | 5/202 | 5/2020 | | | | | 29,954(1 |) A \$23. | | 224,410 | | D | | | | |
| Common Stock | | | 11/0 | 5/202 | 5/2020 | | | F ⁽²⁾ | | 62,811 | D | \$56.1 | 4 161 | 1,599 | | D | | | |
| | | | Table II - | | | | | | | | osed of, convertib | | | Owned | | | | | |
| 1. Title of Derivative Security (Instr. 3) | rivative Conversion Date Execution Date, Tracurity or Exercise (Month/Day/Year) if any | | Transa Code (l | | 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) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Numbe derivative Securities Beneficia Owned Following Reported Transacti | e s ally | Ownershi Form: Direct (D) or Indirec (I) (Instr. 4 | Beneficial Ownership (Instr. 4) | | | | |
| | | | | | Code | v | (A) | (D) | Date Exercisa | able | Expiration Date | Title | Amount or Number of Shares | | (Instr. 4) | | | | |
| Stock option | \$23.74 | 11/05/2020 | | | M | | | 29,954 ⁽¹⁾ | 01/25/2 | 013 | 01/24/2022 | Common Stock | 29,954 | \$0.0000 | 0.000 | 0 | D | | |
| Stock option | \$21.46 | 11/05/2020 | | | M | | | 60,381 ⁽¹⁾ | 09/01/2 | 012 | 08/31/2021 | Common Stock | 60,381 | \$0.0000 | 0.000 | 0 | D | | |

Explanation of Responses:

1. The reported number of shares of the Issuer's common stock and the exercise price payable per share were appropriately adjusted, in accordance with the anti-dilution provisions applicable to the option grant, to reflect the distribution by Issuer of the outstanding shares of Alexander & Baldwin, Inc. (a newly-formed subsidiary formerly known as A&B II, Inc.) to the Issuer's stockholders in a pro-rata spin-off transaction at the close of business on June 29, 2012. Those adjustments preserved the intrinsic value that exists with respect to the option grant immediately prior to such distribution.

2. Reflects the number of shares surrendered in connection with the net exercise of the options and the number of shares withheld by the Issuer to cover tax obligations relating to the net exercise of the options.

/s/ Joel M. Wine

11/05/2020

** 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.