## Edgar Filing: BAIER LUCINDA M - Form 4

DATED LUCINDA M

Form 4											
March 01, 20									OMB A	PPROVAL	
FORM	UNITE	D STATES		RITIES A			NGE C	COMMISSION	OMB Number:	3235-0287	
Check th if no long subject to Section 1 Form 4 c	F CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES						Expires:January 31Expires:2005Estimated averageburden hours perresponse0.5				
Form 5 obligatio may com <i>See</i> Instr 1(b).	ns Section 1	7(a) of the	Public Ut		ling Com	ipany	Act of	e Act of 1934, 1935 or Section 0	1		
(Print or Type ]	Responses)										
1. Name and Address of Reporting Person <u>*</u> BAIER LUCINDA M			2. Issuer Name <b>and</b> Ticker or Trading Symbol Brookdale Senior Living Inc. [BKD]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Check					c all applicable)			
(Month/ 111 WESTWOOD PLACE, SUITE 400 (Street) 4. If Am			(Month/Day/Year) 02/27/2019					X Director 10% Owner X Officer (give title Other (specify below) below) President and CEO			
				nendment, Date Original Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
BRENTWO	DOD, TN 3702	7						Form filed by M Person	lore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction E (Month/Day/Ye	ar) Executio any	med on Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securit on(A) or Dia (Instr. 3, 4	sposed	l of (D)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Common Stock	02/27/2019			D	38,820 (1)	D	\$0	1,382,949	D		
Common Stock	02/27/2019			F	38,015 (2)	D	\$ 6.91	1,344,934	D		

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

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 control number.

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 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
BAIER LUCINDA M 111 WESTWOOD PLACE SUITE 400 BRENTWOOD, TN 37027	Х		President and CEO					
Signatures								
/s/ J. Daniel Huffines, By Powe Attorney	er of	03	8/01/2019					
**Signature of Reporting Person	1		Date					

## **Explanation of Responses:**

- \* 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).
- (1) Represents the forfeiture of a portion of the restricted shares granted to the reporting person in 2016 due to the failure to achieve performance goals established by the Compensation Committee.
- (2) Represents share withholding to satisfy tax withholding obligations due upon the vesting of restricted stock previously granted to the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.