SEC Form 4

FORM 4

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

STATEMENT 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

OMB APPROVAL
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1. Name and Address of Reporting Person[*] Steffens John	2. Issuer Name **and** Ticker or Trading Symbol **DigitalBridge Group, Inc.** [DBRG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/06/2022	X Director ☐ 10% Owner ☐ Officer (give title below) ☐ Other (specify below)
C/O DIGITALBRIDGE GROUP, INC. 750 PARK OF COMMERCE DRIVE, SUITE 210		
(Street) BOCA RATON FL 33487	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X 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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			

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. Transaction Code (Instr. 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)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Deferred Stock[(1)]	(2)	05/06/2022		A		26,718		(2)	(2)	Class A Common Stock	26,718	(2)	252,580	D	

Explanation of Responses:

1. Represents the receipt of deferred stock units ("Deferred Stock") granted by the Issuer in respect of the reporting person's election to defer equity compensation payable in accordance with the Issuer's non-executive director compensation policy in connection with the reporting person's recent re-election to the Issuer's board of directors.

2. Deferred Stock has no expiration date and is payable in the Issuer's Class A Common Stock, on a one-for-one basis, after the reporting person's separation from service with the Issuer. The Deferred Stock is scheduled to vest on May 6, 2023. The amount of Deferred Stock was determined by dividing the fixed grant value of $175,000 by the closing price of the Issuer's common stock on the New York Stock Exchange on the business day prior to the grant date.

Remarks:

/s/ Blake Clardy, as Attorney-in-fact   05/10/2022

** Signature of Reporting Person   Date