

NEUBERGER BERMAN REAL ESTATE SECURITIES INCOME FUND INC

Form 4

November 21, 2013

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
SUN LIFE FINANCIAL INC

(Last) (First) (Middle)

SUN LIFE ASSURANCE CO OF
CANADA, 150 KING STREET
WEST SUITE 1400

(Street)

TORONTO, A6 M5H 1J9

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

NEUBERGER BERMAN REAL
ESTATE SECURITIES INCOME
FUND INC [NRO]

3. Date of Earliest Transaction
(Month/Day/Year)

07/31/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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)
4.00% Mandatory Redeemable Preferred Shares due 09/14/2017	08/02/2013		S	800 ⁽¹⁾ D \$ 0	200	I	See footnote. (2)
4.00% Mandatory Redeemable	07/31/2013		J	40 A \$ 1,060,000 ⁽⁴⁾	840	I	See footnote. (3)

Preferred
Shares due
09/14/2017

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.

SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SUN LIFE FINANCIAL INC
SUN LIFE ASSURANCE CO OF CANADA
150 KING STREET WEST SUITE 1400
TORONTO, A6 M5H 1J9

X

Signatures

/s/ Stephen C. Peacher, signer for Sun Life Financial Inc. and Sun Life and Health Insurance Company (U.S.)

11/21/2013

__Signature of Reporting Person

Date

/s/ John T. Donnelly, signer for Sun Life Financial Inc. and Sun Life and Health Insurance Company (U.S.)

11/21/2013

__Signature of Reporting Person

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) On 08/02/2103, all of the stock of Sun Life Assurance Company of Canada (U.S.) which owns all of the stock of Sun Life Insurance and Annuity Company of New York, was transferred to Delaware Life Holdings LLC. Thus, Sun Life Financial Inc. ceased to be the indirect owner of 800 shares directly owned by Sun Life Insurance and Annuity Company of New York.
- (2) Sun Life Financial Inc. owns all of the common stock of Sun Life Assurance Company of Canada, direct owner of 160 shares and indirectly, through a series of holding companies, owns all of the common stock of Sun Life and Health Insurance Company (U.S.), direct owner of 40 shares.
- (3) Sun Life Financial Inc. owns 100% of the common stock of Sun Life Assurance Company of Canada, direct owner of 160 shares and indirectly, through a series of holding companies, on such date owned all of the common stock of Sun Life Insurance and Annuity Company of New York, direct owner of 800 shares and 100% of the common stock of Sun Life and Health Insurance Company (U.S.), direct owner of 140 shares acquired by Sun Life Insurance and Annuity Company of New York on 07/31/2013.
- (4) Price paid by Sun Life and Health Insurance Company (U.S.), the direct owner of 40 shares, not by Sun Life Financial Inc.

Remarks:

J = On 07/31/2013, Sun Life Insurance and Annuity Company of New York, then an indirectly wholly-owned subsidiary of Sun Life Financial Inc.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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