

FEDERATED INVESTORS INC /PA/
Form 4
July 05, 2017

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DONAHUE J CHRISTOPHER

2. Issuer Name and Ticker or Trading Symbol
FEDERATED INVESTORS INC /PA/ [FII]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1001 LIBERTY AVENUE, FEDERATED INVESTORS, INC.

3. Date of Earliest Transaction (Month/Day/Year)
06/30/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President & CEO

(Street)
PITTSBURGH, PA 15222-3779

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)
Class B Common Stock	06/30/2017		G	V 1 <u>(1)</u> A \$ 0	458,385 <u>(2)</u>	I	Held indirectly by Richmond Farm, L.P.
Class B Common Stock	06/30/2017		J ⁽³⁾	710 <u>(4)</u> D \$ 0	297,972 <u>(5)</u>	I	Held indirectly by The Beechwood Company, L.P.

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Class B Common Stock	06/30/2017	<u>J</u> ⁽⁶⁾	<u>9,439</u> ⁽⁷⁾	A	\$ 0	1,024,785 ⁽²⁾	I	Held indirectly by Richmond Farm, L.P.
Class B Common Stock						1,684,920	D	
Class B Common Stock						5,819	I	Held indirectly by John F. Donahue Revocable Trust
Class B Common Stock						5,819	I	Held indirectly by Rhodora J. Donahue Revocable Trust
Class B Common Stock						592,766	I	Held indirectly by power of attorney
Class B Common Stock						82	I	Held indirectly by AWOL, Inc.
Class B Common Stock						569,880	I	Held indirectly by The John F. Donahue and Rhodora J. Donahue Joint Revocable Trust

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

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(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Nu Deriv Secur
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LLC.

- (7) As a result of the transaction, the number of shares of Federated Investors, Inc. Class B Common Stock in which the reporting person has an indirect interest due to his interest in Richmond L.P. through Richmond LLC will increase by the amount indicated in Box 4.

Remarks:

The Power of Attorney dated April 24, 2014 is incorporated herein by reference.

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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