

Bryant John Hope
Form 5
February 14, 2013

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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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1. Name and Address of Reporting Person *

Bryant John Hope

(Last) (First) (Middle)

C/O ARES MANAGEMENT
LLC, 2 NORTH LASALLE
STREET, SUITE 925

(Street)

CHICAGO, IL 60602

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Ares Commercial Real Estate Corp
[ACRE]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2012

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

6. Individual or Joint/Group Reporting

(check applicable line)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/30/2012	Â	S4 ⁽¹⁾	304 D \$ 16.89	6,723 ⁽²⁾	D	Â
Common Stock	10/11/2012	Â	P4 ⁽¹⁾	2.133 A \$ 16.8776 ⁽³⁾	6,725.133 ⁽²⁾	D	Â
Common Stock	10/23/2012	Â	S4 ⁽¹⁾	650 D \$ 16.87	6,075.133 ⁽²⁾	D	Â

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

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SEC 2270
(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. of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Bryant John Hope
C/O ARES MANAGEMENT LLC
2 NORTH LASALLE STREET, SUITE 925
CHICAGO, IL 60602

Â X Â Â Â

Signatures

/s/ Monica J. Shilling, by power of
attorney

02/14/2013

**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) The reporting person is hereby disclosing a delinquent Form 4 transaction.

(2) Includes shares of restricted stock granted pursuant to the issuer's 2012 Equity Incentive Plan still subject to vesting as disclosed on a Form 4 filed by the reporting person on May 1, 2012.

(3) Inadvertent purchase not directed by the reporting person of 2.133 shares of the issuer's Common Stock at \$16.8776 per share through an automatic broker-administered dividend reinvestment plan. This purchase constituted a "matching" transaction under Section 16(b) of the Securities Exchange Act of 1934, as amended, with respect to the reporting person's sales of 304 shares of the issuer's Common Stock on July 30, 2012 and 650 shares of the issuer's Common Stock on October 23, 2012. These purchase and sale transactions resulted in a short swing profit of \$0.02, which has been disgorged in full by the reporting person to the issuer. The dividend reinvestment feature of the reporting person's account has since been removed.

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

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