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- 3						-

Hannon Armstrong Sustainable Infrastructure Capital, Inc. Form 4 August 21, 2014

FORM									OMB AF	PROVAL
	UNITED	STATES S		shington			ANGE CO	OMMISSION	OMB Number:	3235-0287
Check the check	ger								Expires:	January 31, 2005
if no longer subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES					Estimated average burden hours per response 0.5		
Form 5 obligation may con <i>See</i> Instr 1(b).	ntinue. Section 17(a) of the Pu	ıblic U	tility Hol	ding Co	mpan	-	Act of 1934, 1935 or Section)	•	
(Print or Type	Responses)									
1. Name and A Wooten M	Address of Reporting Rhem		2. Issue Symbol	r Name an	l Ticker of	r Trad	8	5. Relationship of I Issuer	Reporting Pers	son(s) to
				Armstro ucture Ca	•			(Check	all applicable)
(Last)	(First) (I			f Earliest T	ransaction			Director X Officer (give		Owner er (specify
1906 TOW SUITE 370	NE CENTRE BL		Month/E)8/19/2	Day/Year) 014				below)	below) ve Vice Preside	
	(Street)			endment, D nth/Day/Yea	-	al		6. Individual or Joi Applicable Line) _X_ Form filed by O	ne Reporting Pe	rson
ANNAPOI	LIS, MD 21401							Form filed by Mo Person	ore than One Re	porting
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution D any (Month/Day,	ate, if	3. Transactio Code (Instr. 8) Code V	omr Dispos (Instr. 3,	(A) or		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)
Common stock, par value \$0.01 per share								153,618	D	
Common stock, par value \$0.01 per share	08/19/2014			Р	1,400	A	\$ 14.5899	25,400 <u>(1)</u>	Ι	By spouse

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. onNumber	6. Date Exercised Expiration D		7. Title a Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Tear)	(Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Underlyi Securitie (Instr. 3	ing es	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	or Title N of	lumber		

Reporting Owners

Reporting Owner Name / Address	Relationships					
r g a constant	Director	10% Owner	Officer	Other		
Wooten M Rhem 1906 TOWNE CENTRE BLVD. SUITE 370 ANNAPOLIS, MD 21401			Executive Vice President			

Signatures

/s/ M. Rhem Wooten	08/21/2014			
**Signature of	Date			

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). **
- These shares are held by the reporting person's spouse. The reporting person disclaims ownership other than to the extent of his pecuniary (1) interest.

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.