(Print or Type Responses)

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

OMB APPROVAL						
OMB Number:	3235-0287					
Estimated average bu	urden					
hours per response	0.5					

(Instr. 4)

228,000

Amount or Number of

228,000.00

<u>(4) (5)</u>

\$0

Shares

(Instr. 4)

I

By HASI

HoldCo

LLC (7)

Management

longer subject to Section 16. Form 4 or Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person— Eckel Jeffrey				2. Issuer Name and Ticker or Trading Symbol Hannon Armstrong Sustainable Infrastructure Capital, Inc. [HASI]						Check all applicable)  X_ Director X_ Officer (give title below)  President and CEO						
(Last) (First) (Middle) 1906 TOWNE CENTRE BLVD. SUITE 370				3. Date of Earliest Transaction (Month/Day/Year) 04/01/2019							г	resident and CE	.0			
(Street) ANNAPOLIS, MD 21401			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person							
(City	y)	(State)	(Zip)			Table	e I - N	on-D	erivative	Securiti	ies Acq	uired, Dispose	ired, Disposed of, or Beneficially Owned			
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Yea		n Date, if			sposed of (D) 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form:	Beneficial				
				(Month/	Day/Year)	Coc	de	v	Amount	(A) or (D)	Price	(Instr. 3 and 4) Direct (D) or Indirect (I) (Instr. 4)		or Indirect (I)	- · · · · · · · · · · · · · · · · · · ·	
Common share	stock, par	value \$0.01 per										772,836			D	
Common share	stock, par	value \$0.01 per										42,000 (1)			I	By significant other
Common share	stock, par	value \$0.01 per										2,439 (2)				By grandson
Common share	stock, par	value \$0.01 per										597,681 <sup>(3)</sup>			ī	By Jeffrey W. Eckel Revocable Trust
Reminder: I	Report on a s	eparate line for each	a class of securities be	eneficially o	wned direct	ly or i	P	erso	orm are i	not req	uired t			tion containe orm displays		C 1474 (9-02)
			Table 1	II - Derivati (e.g., pu	ive Securiti ts, calls, wa							Owned				
	Conversion	3. Transaction Date (Month/Day/Year)	Execution Date, if	Code	5. Number Derivative Securities Acquired ( or Dispose (D) (Instr. 3, 4, and 5)	(A) d of	ınd Ex	pirati	rcisable ion Date r/Year)	Unde		Amount of Securities 4)	8. Price of Derivative Security (Instr. 5)		10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

Date

(D)

Exercisable Date

(4)(5)

Expiration

Title

Common

stock,

par value

\$0.01 per

share

# **Reporting Owners**

(4) (5)

04/01/2019

LTIP

Units

Reporting Owner Name / Address		Relationships				
		Director	10% Owner	Officer	Other	
	Eckel Jeffrey 1906 TOWNE CENTRE BLVD. SUITE 370 ANNAPOLIS, MD 21401	Х		President and CEO		

Code

A

(A)

228,000

## **Signatures**

/s/ Jeffrey Eckel	04/03/2019

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) These shares are held by the reporting person's significant other. The reporting person disclaims ownership other than to the extent of his pecuniary interest.
- (2) The Reporting Person acts as custodian for his grandson under the Uniform Gifts to Minors Act. The Reporting Person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (3) These shares are held by the Jeffrey W. Eckel Revocable Trust, of which Jeffrey W. Eckel is the sole trustee and beneficiary.
  - 228,000 units of limited partner interest ("OP Units") in Hannon Armstrong Sustainable Infrastructure, LP (the "Partnership") are issuable upon the vesting and conversion of 228,000 long-term incentive plan units ("LTIP Units") in the Partnership. The LTIP Units were granted to the Reporting Person under the Issuer's 2013 Equity Incentive Plan, as amended. Of these 228,000 LTIP
- (4) Units, 76,000 are scheduled to vest in equal annual installments of one-third of the full amount on May 15, 2020, March 5, 2021, and March 5, 2022, subject to continued employment by the Reporting Person, and 152,000 represent the maximum amount of LTIP Units that can vest on March 5, 2022 contingent upon the achievement of certain performance criteria ("Vested LTIP Units").
  - Vested LTIP Units, after achieving parity with OP Units (as described in the Partnership's Amended and Restated Agreement of Limited Partnership (the "Partnership Agreement")), are eligible to be converted into OP Units on a one-for-one basis upon the satisfaction of conditions set forth in the Partnership Agreement. Upon conversion of LTIP Units into OP Units, the Reporting Person
- (5) will have the right to cause the Partnership to redeem a portion of the Reporting Person's OP Units for cash in an amount equal to the market value (as defined in the Partnership Agreement) of an equivalent number of shares of common stock, par value \$0.01 per share, of Hannon Armstrong Sustainable Infrastructure Capital, Inc. (the "Issuer"), or at the Issuer's option, shares of the Issuer's common stock on a one-for-one basis, subject to certain adjustments.
- (6) N/
- (7) These LTIP Units are held by HASI Management HoldCo LLC ("HoldCo LLC"). The Reporting Person is the managing member of HoldCo LLC. The LTIP Units reported represent the total number of LTIP Units owned by HoldCo LLC. The Reporting Person disclaims beneficial ownership other than to the extent of his pecuniary 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.