Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. 20549 |
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | | |
|--------------------------|-------|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response | : 0.5 | | | | | | | |

| | | | | | or Se | ection 3 | 30(h) o | f the Ir | ivestmei | nt Cor | npany Act o | † 1940 | | | | | | | |
|---|--|-------------|--------|-----------|---|--|--|---------------|----------|--|--------------------|--|-------------------|---|---|--|----------------------------|--|---------------------------------------|
| Name and Address of Reporting Person* Olinger Thomas S | | | | | 2. Issuer Name and Ticker or Trading Symbol American Assets Trust, Inc. [AAT] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| Omiger Thomas 5 | | | | | | | | | | | | | | X Dir | | tor | | 10% O | wner |
| (Last) (First) (Middle) | | | | | | 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | | Office below | er (give title /) | | Other (: below) | specify | |
| C/O AMERICAN ASSETS TRUST, INC. | | | | | | 06/09/2020 | | | | | | | | | | | | | |
| 11/55 FI | CAMIN | OPEAL SHITE | 200 | | | | | | | | | | | | | | | | |
| 11455 EL CAMINO REAL, SUITE 200 | | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) | | | | | | | | | | | | | | Line) | Голи | filed by On | - D | outing Days | |
| SAN DII | EGO C | A 9 | 92130 | | | | | | | | | | | X | Form filed by More than One Reporting | | | | |
| - | | | | | | | | | | | | | | | Perso | n | | | |
| (City) | (9 | state) (2 | Zip) | | | | | | | | | | | | | | | | |
| | | Table | l - No | n-Deriva | tive S | Secu | rities | Acq | uired, | Dis | posed of | , or E | Benef | iciall | y Own | ed | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | | Execution Date, | | 3. Transaction Code (Instr. 8) 4. Securities Acquired (ADisposed Of (D) (Instr. 3D) | | | , 4 and Securi Benefi Owned | | ies cially Following | Forn (D) o | n: Direct or Indirect nstr. 4) | 7. Nature of Indirect Beneficial Ownership | | | | |
| | | | | | | | | | Code | v | Amount | (A) (D) | or P | rice | Report Transa (Instr. 3 | action(s) . 3 and 4) | | | (Instr. 4) |
| Common Stock, par value \$0.01 06/09/2 | | | | | 2020 | | | A | | 1,502(1) | A | A | \$ <mark>0</mark> | 2 | ,605 | | D | | |
| Common Stock, par value \$0.01 | | | | | | | | | | | | | 13,541 | | | | By Trust ⁽²⁾ | | |
| | | Ta | | | | | | | | | osed of, o | | | | Owne | t | | | |
| 1. Title of Derivative Security (Instr. 3) | ve Conversion Date Execution Date, or Exercise (Month/Day/Year) if any | | | ion Date, | 4. Transaction Code (Instr. 8) | | of Deriv Secu Acqu (A) of Dispo of (D) | of Expiration | | eate Exercisable and iration Date inth/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Ins 3 and 4) | | De Se (In | Price of erivative ecurity estr. 5) | 9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4) | у | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) (D) | | | | Expiration Date | Amou or Numb of Title Share | | er | | | | | |

Explanation of Responses:

- 1. Shares of restricted common stock issued to the Reporting Person as a non-employee director pursuant to the American Assets Trust, Inc. and American Assets Trust, L.P. Amended and Restated 2011 Equity Incentive Award Plan.
- 2. The shares are held by the Olinger 2000 Family Trust. The reporting person disclaims beneficial ownership of these shares except to the extent of his pecuniary interest therein.

Remarks:

/s/ Adam Wyll, Attorney-in-06/10/2020

** Signature of Reporting Person Date

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

- * 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).

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

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 Number.