Douglas Emmett Inc
Form SC 13G/A
February 14, 2019

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 3)
Douglas Emmett Inc
(Name of Issuer)
REIT
(Title of Class of Securities)
25960P109
(CUSIP NUMBER)
December 31, 2018
(Date of Event which Requires Filing of Statement)
Check the appropriate box to designate the Rule pursuant to which this
Schedule is filed:
[x] Rule 13d - 1(b)
    Rule 13d - 1(c)
    Rule 13d - 1(d)
1. Name of Reporting Person
    T. ROWE PRICE ASSOCIATES, INC.
    52-0556948
2. Check the Appropriate Box if a Member of a Group
    NOT APPLICABLE
3. SEC Use Only
4. Citizenship or Place of Organization
    Maryland
Number of Shares Beneficially Owned by Each Reporting Person With
5. Sole Voting Power* 1,008,401
6. Shared Voting Power* 0
7. Sole Dispositive Power* 8,191,992
8. Shared Dispositive Power 0
9. Aggregate Amount Beneficially Owned by Each Reporting Person
    8,191,992
10. Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares
    NOT APPLICABLE
11. Percent of Class Represented by Amount in Row 9
    4.8%
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12. Type of Reporting Person
    IA
*Any shares reported in Items 5 and 6 are also reported in Item 7.
Item 1(a) Name of Issuer:
Douglas Emmett Inc
Item 1(b) Address of Issuer's Principal Executive Offices:
1 2 9 9 ~ O C E A N ~ A V E N U E , ~ S U I T E ~ 1 0 0 0 , ~ S A N T A ~ M O N I C A , ~ C A L I F O R N I A ~ 9 0 4 0 1
Item 2(a) Name of Person(s) Filing:
(1) T. ROWE PRICE ASSOCIATES, INC. ("Price Associates")
Item 2(b) Address of Principal Business Office:
1 0 0 ~ E . ~ P r a t t ~ S t r e e t , ~ B a l t i m o r e , ~ M D ~ 2 1 2 0 2 ~
Item 2(c) Citizenship or Place of Organization:
(1) Maryland
Item \(2(d)\) Title of Class of Securities: REIT
Item 2(e) Cusip Number: 25960P109
Item 3: The person filing this Schedule 13G is an:
X Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940
Item 4: Reference is made to Items \(5-11\) on the preceding pages of this Schedule 13G.
Item 5: Ownership of Five Percent or Less of a Class This statement is being filed to report the fact that, as of the date of this report, the reporting person(s) has (have) ceased to be the beneficial owner of more than five percent of the class of securities.
Item 6: Ownership of More than Five Percent on Behalf of Another Person
(1) Price Associates does not serve as custodian of the assets of any of its clients; accordingly, in each instance only the client or the client's custodian or trustee bank has the right to receive dividends paid with respect to, and proceeds from the sale of, such securities.
The ultimate power to direct the receipt of dividends paid with respect to, and the proceeds from the sale of, such securities, is vested in the individual and institutional clients which Price Associates serves as investment adviser. Any and all discretionary authority which has been delegated to Price Associates may be revoked in whole or in part at any time.
Except as may be indicated if this is a joint filing with one of the registered investment companies sponsored by Price Associates which it also serves as investment adviser ("T. Rowe Price Funds"), not more than \(5 \%\) of the class of such securities is owned by any one client subject to the investment advice of Price Associates.
(2) With respect to securities owned by any one of the T. Rowe Price Funds, only the custodian for each of such Funds, has the right to receive dividends paid with respect to, and proceeds from the sale of, such securities. No other person is known to have such right, except
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    that the shareholders of each such Fund participate proportionately
    in any dividends and distributions so paid.
Item 7: Identification and Classification of the Subsidiary Which Acquired the
        Security Being Reported on By the Parent Holding Company.
        Not Applicable
Item 8: Identification and Classification of Members of the Group
    Not Applicable
Item 9: Notice of Dissolution of Group
    Not Applicable
Item 10: Certification
        By signing below I certify that, to the best of my knowledge and
        belief, the securities referred to above were acquired in the
        ordinary course of business and were not acquired and are not
        held for the purpose of or with the effect of changing or
        influencing the control of the issuer of the securities and were
        not acquired and are not held in connection with or as a participant
        in any transaction having that purpose or effect. T. Rowe Price
        Associates, Inc. hereby declares and affirms that the filing
        of Schedule 13G shall not be construed as an admission that Price
        Associates is the beneficial owner of the securities referred to,
        which beneficial ownership is expressly denied.
        Signature.
        After reasonable inquiry and to the best of my knowledge and belief,
        I certify that the information set forth in this statement is true,
        complete and correct.
T. ROWE PRICE ASSOCIATES, INC.
Date: February 14, 2019
Signature: /s/ David Oestreicher
Name & Title: David Oestreicher, Vice President
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