

WESTERN ALLIANCE BANCORPORATION  
Form 8-K  
May 18, 2009

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**  
**FORM 8-K**  
**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): May 14, 2009**

**WESTERN ALLIANCE BANCORPORATION**

(Exact name of registrant as specified in its charter)

**Nevada**

**001-32550**

**88-0365922**

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

**2700 West Sahara Avenue, Las Vegas, Nevada 89102**

(Address of principal executive offices)

Registrant's telephone number, including area code: **(702) 248-4200**

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 8.01 Other Events**

On May 14, 2009, Western Alliance Bancorporation, a Nevada corporation (the Company), entered into an Underwriting Agreement (the Underwriting Agreement) with Keefe, Bruyette & Woods, Inc., as representative of the underwriters named therein, relating to the offering of 29,200,000 shares of the Company's common stock, par value \$0.0001 per share (the Common Stock). A copy of the Underwriting Agreement is included as Exhibit 1.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Additionally, the opinion and consent of Jones Vargas, Chartered as to the validity of the shares of Common Stock offered pursuant to the Prospectus Supplement dated May 14, 2009 is incorporated by reference into the Registration Statement on Form S-3 (File No. 333-158971) as an exhibit thereto.

**Item 9.01 Financial Statements and Exhibits**

(a) Not applicable.

(b) Not applicable.

(c) Not applicable.

(d) Exhibits.

Exhibit

No.	Description
1.1	Underwriting Agreement, dated May 14, 2009, between Western Alliance Bancorporation and Keefe, Bruyette & Woods, Inc., as representative of the underwriters.
5.1	Opinion of Jones Vargas, Chartered regarding the legality of the securities offered.
23.1	Consent of Jones Vargas, Chartered (included in Exhibit 5.1).
99.1	Press release dated May 14, 2009.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WESTERN ALLIANCE  
BANCORPORATION  
(Registrant)

/s/ Dale Gibbons  
Dale Gibbons  
Executive Vice President and  
Chief Financial Officer

Date: May 15, 2009

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**EXHIBIT INDEX**

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