

WESTERN ALLIANCE BANCORPORATION

Form 4/A

April 10, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HILTON STEVEN J

2. Issuer Name **and** Ticker or Trading
Symbol
**WESTERN ALLIANCE
BANCORPORATION [WAL]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
02/03/2017

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

**C/O WESTERN ALLIANCE
BANCORPORATION, ONE E.
WASHINGTON STREET, STE
1400**

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)
02/07/2017

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

PHOENIX, AZ 85004

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/03/2017		S		49,700	D	\$ 50.09 ⁽¹⁾	72,626 ⁽²⁾	I	Steven J. Hilton Family Trust
Common Stock								4,000 ⁽²⁾	D	

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Relationships

Reporting Owner Name / Address

Director 10%
Owner Officer Other

HILTON STEVEN J
C/O WESTERN ALLIANCE BANCORPORATION
ONE E. WASHINGTON STREET, STE 1400
PHOENIX, AZ 85004

X

Signatures

/s/ Dale Gibbons
(Attorney-in-fact) 03/28/2017

__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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$50.00 to \$50.23, inclusive. The reporting person undertakes to provide to Western Alliance Bancorporation, any security holder of Western Alliance Bancorporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.
- (2) This amendment reflects the following transfers, which were erroneously excluded from the Reporting Person's previous Form 4 filings: (1) 5,100 shares transferred from the Reporting Person's direct holdings ("Direct Holdings") to the Steven J. Hilton Family Trust (the "Trust"), which occurred between July 6, 2005 and May 10, 2010; (2) 6,188 shares transferred from Direct Holdings to the Trust on February 8, 2012; (3) 1,919 shares transferred from Direct Holdings to the Trust on February 10, 2012; (4) 3,295 shares transferred from Direct Holdings to the Trust on March 25, 2013; (5) 4,082 shares transferred from Direct Holdings to the Trust on April 29, 2013; (6)

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1,376 shares transferred from Direct Holdings to the Trust on February 13, 2014; (7) 5,000 shares transferred from Direct Holdings to the Trust on July 10, 2014; and (8) 5,000 shares transferred from Direct Holdings to the Trust on July 8, 2015.

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

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