

WESTERN ALLIANCE BANCORPORATION

Form 4

October 29, 2015

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
JOHNSON MARIANNE BOYD

(Last) (First) (Middle)

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

(Street)

PHOENIX, AZ 85004

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/27/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

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

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

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)
Common Stock	10/27/2015		G ⁽¹⁾	V 257,143 D \$ 0 0		I	The Boyd 2005 Irrevocable Trust, dated April 14, 2005
Common Stock	10/27/2015		G ⁽¹⁾	V 85,714 A \$ 0 85,714		I	Samuel J. Boyd Subtrust of

Common Stock	10/27/2015	<u>G(1)</u>	V	47,143	D	\$ 0	38,571	I	the Boyd 2005 Irrevocable Trust dated April 14, 2005 Samuel J. Boyd Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005
Common Stock	10/27/2015	<u>G(1)</u>	V	85,715	A	\$ 0	85,715	I	Marianne Boyd Johnson Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005
Common Stock	10/27/2015	<u>G(1)</u>	V	47,143	D	\$ 0	38,572	I	Marianne Boyd Johnson Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005
Common Stock	10/27/2015	<u>G(1)</u>	V	47,143	A	\$ 0	60,224	D	
Common Stock	10/27/2015	<u>G(1)</u>	V	47,143	D	\$ 0	13,081	D	
Common Stock	10/27/2015	<u>G(1)</u>	V	47,143	A	\$ 0	275,948	I	The Marianne E. Boyd Trust, dated January 9, 2007
Common Stock	10/27/2015	<u>G(1)</u>	V	85,714	A	\$ 0	85,714	I	William R. Boyd

Common Stock	10/27/2015	G ⁽¹⁾	V	47,143	D	\$ 0	38,571	I	Subtrust of The Boyd 2005 Irrevocable Trust dated April 15, 2005
									William R. Boyd Subtrust of The Boyd 2005 Irrevocable Trust dated April 15, 2005
Common Stock							178,796	I	BG-05 Limited Partnership

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. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director

Officer

Other

10%
Owner

JOHNSON MARIANNE BOYD
C/O WESTERN ALLIANCE BANCORPORATION
ONE E. WASHINGTON STREET, STE 1400
PHOENIX, AZ 85004

X

Signatures

/s/ Dale Gibbons
(Attorney-in-fact) 10/29/2015

__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).

On October 27, 2015, the Boyd 2005 Irrevocable Trust dated April 14, 2005 distributed 85,714 shares to the Samuel J. Boyd Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005, 85,715 shares to the Marianne Boyd Johnson Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005, and 85,714 shares to the William R. Boyd Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005. The Samuel J. Boyd Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005 then transferred 47,143 shares to Samuel J. Boyd. Additionally, the Marianne Boyd Johnson Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005 transferred 47,143 shares to Reporting Person, who subsequently transferred 47,143 shares to the Marianne E. Boyd Trust dated January 9, 2007. The William R. Boyd Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005 then transferred 47,143 shares to William R. Boyd.

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.