

MARSHALL TODD  
Form 4  
April 13, 2018

**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 \*  
MARSHALL TODD

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)  
12/21/2011

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)

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)
Common Stock	12/21/2011		G	31,000 A \$ 0	31,000 <sup>(1)</sup>	I	Art and Jayn Marshall Trust DTD 7/2/1973
Common Stock					0 <sup>(2)</sup>	I	Art and Jayn Marshall Trust DTD 7/2/1973
Common Stock					31,000 <sup>(2)</sup>	I	Jayn Marshall Family GST Exempt U/A

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DTD 7/29/1973

Common Stock	81,481	D	
Common Stock	626,499	I	The Todd Marshall Trust under the T&C Marshall 1999 Irrevocable Trust
Common Stock	28,471	I	The Todd Marshall Revocable Family Trust dated 4/13/00
Common Stock	33,069	I	The Todd Marshall 1997 Trust FBO Alexis Victoria Marshall Trust
Common Stock	33,069	I	The Todd Marshall 1997 Trust FBO Jessica Lauren Marshall Trust
Common Stock	185,724	I	The Arthur Marshall Family 1993 Irrevocable Trust
Common Stock	6,570	I	Jessica L. Marshall Trust 12/27/1996
Common Stock	6,570	I	Alexis V. Marshall Trust 12/27/1996
Common Stock	40,000	I	The J&A Educational Family LP No. 1

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

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(9-02)

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**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 Owned Following Transaction (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARSHALL TODD C/O WESTERN ALLIANCE BANCORPORATION ONE E. WASHINGTON STREET, STE 1400 PHOENIX, AZ 85004	X			

## Signatures

/s/Randall S. Theisen  
(Attorney-in-fact) 04/12/2018

\_\_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) On December 21, 2011, the Art and Jayn Marshall Trust DTD 7/2/1973 (the "Art and Jayn Trust") received 31,000 shares from the Arthur Trust DTD 7/2/1973 (the "Arthur Trust"). Because the Reporting Person was a trustee of the Art and Jayn Trust, and not a trustee of the Arthur Trust, the transfer was a gift that should have been included in the Reporting Person's Form 4 filings.
- (2) On February 2, 2012, the Art and Jayn Trust transferred 31,000 shares to the Jayn Marshall Family GST Exempt U/A DTD 7/29/73 (the "Jayn Marshall Trust"), of which the Reporting Person is also a trustee. No transactions have subsequently occurred that would effect the balance of securities reported in the Jayn Marshall Trust.

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.