

MARSHALL TODD  
Form 4  
February 07, 2019

**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)  
02/05/2019

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                    | 02/05/2019                           |  | A                              | 5,000   | A \$ 0  | 27,096 <sup>(1)</sup>                                    | D  |
| Common Stock                    |                                      |  |                                |   |   | 400,000  | I The Todd Marshall Trust u<br>T&amp;amp;amp;amp;amp;am<br>Marshall 1999 Irrevocable |
| Common Stock                    |                                      |  |                                |   |   | 15,949   | I Todd Marshall 2012 IRRE<br>U/A DTD 11/30/12  |
| Common                          |                                      |  |                                |   |   | 33,069   | I The Todd Marshall 1997 T   |

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|              |                      |   |  |  |  |   |
|--------------|----------------------|---|--|--|--|---|
| Stock        |                      |   |  |  |  | Alexis Victoria Marshall T  |
| Common Stock | 33,069               | I |  |  |  | The Todd Marshall 1997 T<br>Jessica Lauren Marshall T               |
| Common Stock | 6,570                | I |  |  |  | Alexis V. Marshall Trust 1  |
| Common Stock | 6,570                | I |  |  |  | Jessica L. Marshall Trust 1   |
| Common Stock | 252,057              | I |  |  |  | The Arthur Marshall Fami<br>Irrevocable Trust                       |
| Common Stock | 6,000 <sup>(1)</sup> | I |  |  |  | Sandra Bendavid (spouse)  |
| Common Stock | 31,000               | I |  |  |  | AandTandC Marshall Ttee<br>Marshall Family GST Exe<br>DTD 7/29/1973 |

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. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr... |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address                       | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| MARSHALL TODD<br>C/O WESTERN ALLIANCE BANCORPORATION | X             |           |         |       |

ONE E. WASHINGTON STREET, STE 1400  
PHOENIX, AZ 85004

## Signatures

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

02/07/2019

\_\_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 13, 2018, the Reporting Person transferred 1,000 shares to his spouse.

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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