

WESTERN ALLIANCE BANCORPORATION  
 Form 4  
 January 26, 2017

**FORM 4**

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

OMB APPROVAL

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**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**

(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)  
 01/24/2017

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 Ownership (Instr. 4)          |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock                    | 01/24/2017                           |  | A                              | 4,000 A   | \$ 0 35,346   | D  |   |
| Common Stock                    |                                      |  |                                |   | 329,535   | I  | The Todd Marshall Trust under the T&C Marshall 1999 |

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|              |         |   |   |
|--------------|---------|---|---|
| Common Stock | 89,000  | I | Irrevocable Trust<br>The Todd Marshall Revocable Trust UAD 4/1/03 |
| Common Stock | 15,949  | I | Todd Marshall 2012 IRREV REV TR U/A DTD 11/30/12                  |
| 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 | 6,570   | I | Alexis V. Marshall Trust 12/27/1996                               |
| Common Stock | 6,570   | I | Jessica L. Marshall Trust 12/27/1996                              |
| Common Stock | 153,826 | I | The Arthur Marshall Family 1993 Irrevocable Trust                 |

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 Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

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

## Signatures

/s/ Dale Gibbons  
(Attorney-in-fact) 01/26/2017

\_\_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).

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.