

ITLA CAPITAL CORP
Form 4
August 26, 2005

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 *
NICKBARG DON

(Last) (First) (Middle)

C/O ITLA FINANCIAL CORP, 888
PROSPECT STREET STE110

(Street)

LA JOLLA, CA 92037

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ITLA CAPITAL CORP [ITLA]

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

08/25/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)

Chief Banking Officer

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

X 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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	08/25/2005		M	A	\$ 14	0	D
Common Stock	08/25/2005		S	D	\$ 54.0183	0	D
Common Stock						10,705	I By SERP

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

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SEC 1474 (9-02)

number.

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option ("Right to Buy")	\$ 14	08/25/2005		M	600	(1)	(6)	Common Stock	600	\$ 0
Stock Option ("Right to Buy")	\$ 13					(2)	(6)	Common Stock	5,000	
Stock Option ("Right to Buy")	\$ 16.21					(3)	(6)	Common Stock	10,000	
Stock Option ("Right to Buy")	\$ 11					(4)	(6)	Common Stock	4,000	
Stock Option ("Right to Buy")	\$ 23					(5)	(6)	Common Stock	15,000	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NICKBARG DON C/O ITLA FINANCIAL CORP 888 PROSPECT STREET STE110 LA JOLLA, CA 92037			Chief Banking Officer	

Signatures

/s/ Don
Nickbarg

08/26/2005

**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) One-third of the option vested on February 2, 2000, one-third vested on February 2, 2001, and one-third vested on February 2, 2002.
 - (2) One-third of the option vested on May 30, 2001, one-third vested on May 30, 2002, and one-third vested on May 30, 2003.
 - (3) One-third of the option vested on May 9, 2002, one-third vested on May 9, 2003, and one-third vested on May 9, 2004.
 - (4) One-third of the option vested on January 31, 2001, one-third vested on January 31, 2002, and one-third vested on January 31, 2003.
 - (5) One-third of the option vested on February 19, 2003, one-third vested on February 19, 2004, and one-third vested on February 19, 2005.
 - (6) As a result of the reporting person's recent resignation, the option will expire on or about November 30, 2005.

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.