

WESTERN ALLIANCE BANCORPORATION

Form 4

January 28, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
MACK CARY

(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)
01/26/2016

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)			
			Code	V	Amount	(D)	Price			
Common Stock	02/06/2012		G ⁽¹⁾		6,188	D	\$ 0	35,672	D	
Common Stock	02/06/2012		G ⁽¹⁾		6,188	A	\$ 0	142,510	I	The Mack Family Trust
Common Stock	04/26/2013		G ⁽¹⁾		4,082	D	\$ 0	31,590	D	
Common Stock	04/26/2013		G ⁽¹⁾		4,082	A	\$ 0	146,592	I	The Mack

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Stock									Family Trust
Common Stock	04/27/2015	G ⁽²⁾	V	10,500	D	\$ 0	0	I	Result III, LLC
Common Stock	04/27/2015	G ⁽²⁾	V	3,500	A	\$ 0	3,500	I	As custodian for son
Common Stock	04/27/2015	G ⁽²⁾	V	3,500	A	\$ 0	3,500	I	As custodian for son
Common Stock	04/27/2015	G ⁽²⁾	V	3,500	A	\$ 0	3,500	I	As custodian for daughter
Common Stock	01/26/2016	A		4,500	A	\$ 0	36,090	D	
Common Stock	01/28/2016	M		5,000	A	\$ 7.61	41,090	D	

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

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SEC 1474
(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. Amount or Number of Shares
Stock Options (right to buy)	\$ 7.61	01/28/2016		M	5,000	01/30/2013 01/30/2016	Common Stock	5,000

Reporting Owners

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

Signatures

/s/ Dale Gibbons
(Attorney-in-fact) 01/28/2016

 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) The Reporting Person transferred 6,188 shares to The Mack Family Trust on February 6, 2012 and 4,082 shares to The Mack Family Trust on April 26, 2013.
 - (2) On April 27, 2015, Result III LLC transferred 3,500 shares to each child of the Reporting Person.

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.