

FIRST PACTRUST BANCORP INC

Form 4

May 16, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**CARRILLO RACHEL M**

(Last) (First) (Middle)

**C/O FIRST PACTRUST  
BANCORP, INC., 610 BAY  
BOULEVARD**

(Street)

**CHULA VISTA, CA 91910**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**FIRST PACTRUST BANCORP INC  
[FPTB]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**05/15/2006**

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)  
**Sr. VP - Branch Operations**

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|------------------|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount | (A) or (D) Price |   |  |   |
| Common Stock                    | 05/15/2006                           |  | F                              |   | 1,108  | D \$ 29.59       | 19,142  | D  |   |
| Common Stock                    | 05/15/2006                           |  | S                              |   | 1,692  | D \$ 29.59       | 17,450  | D  |   |
| Common Stock                    |                                      |  |                                |   |        |                  | 8,616   | I  | 401(k) ESOP   |

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

**Persons who respond to the collection of  
information contained in this form are not**

SEC 1474  
(9-02)

required to respond unless the form displays a currently valid OMB control 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 or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
|  |  |                                      |  | Code                           | V   | (A) (D)  | Title   | Amount or Number of Shares                                  |
| Employee Stock Option (Right to Purchase)  | \$ 17.19   |                                      |  |                                |   | (1) 04/24/2013   | Common Stock  | 22,000  |
| Employee Stock Option (Right to Purchase)  | \$ 20.29   |                                      |  |                                |   | (2) 04/21/2014   | Common Stock  | 4,000   |
| Employee Stock Option (Right to Purchase)  | \$ 26.45   |                                      |  |                                |   | (3) 01/25/2015   | Common Stock  | 3,000   |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

CARRILLO RACHEL M  
C/O FIRST PACTRUST BANCORP, INC.  
610 BAY BOULEVARD  
CHULA VISTA, CA 91910

Sr. VP - Branch Operations

## Signatures

/s/ James P. Sheehy, power of  
attorney

05/16/2006

\_\_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 Option vests in five equal annual installments beginning on April 24, 2004.
- (2) The Option vests in five equal annual installments beginning on April 21, 2005.
- (3) The Option vests in five equal annual installments beginning on January 25, 2006.

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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