

GANZ HANS R  
Form 4  
November 03, 2010

**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 \*  
GANZ HANS R

2. Issuer Name and Ticker or Trading Symbol  
FIRST PACTRUST BANCORP INC  
[FPTB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/01/2010

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

610 BAY BOULEVARD

(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

CHULA VISTA, CA 91910

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 76,589  | D  |                                   |
| Common Stock                    |                                      |  |                                |   | 45,617  | I  | 401(k) ESOP                       |

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

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SEC 1474 (9-02)

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**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                   |         | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |                      |         |
|--|--|--------------------------------------|--|--------------------------------|--|---------|--|-----------------|---|----------------------|---------|
|  |  |                                      |  |                                | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |         | Date Exercisable   | Expiration Date |   |                      |         |
|  |  |                                      |  | Code                           | V  | (A)     | (D)  |                 | Title   | Amount Number Shares |         |
| Employee Stock Option (Right to Purchase)  | \$ 17.19   | 11/01/2010                           |  | D                              |  | 100,000 |  | <sup>(1)</sup>  | 04/24/2013  | Common Stock         | 100,000 |
| Employee Stock Option (Right to Purchase)  | \$ 20.29   | 11/01/2010                           |  | D                              |  | 32,250  |  | <sup>(3)</sup>  | 04/21/2014  | Common Stock         | 32,250  |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| GANZ HANS R<br>610 BAY BOULEVARD<br>CHULA VISTA, CA 91910 |               | X         |         |       |

## Signatures

/s/ James P. Sheehy,  
Attorney-in-fact  
Date: 11/03/2010

\*\*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 vested in five equal annual installments beginning on April 24, 2004.

The option was canceled by mutual agreement of the reporting person and the issuer. The reporting person received \$3.00 per share as

(2) consideration for the cancellation. Such cancellation and the cancellation price were as required under the terms of the subscription agreements with investors for the private placement of the issuer's common stock completed on November 1, 2010.

(3) The option vested in five equal annual installments beginning on April 21, 2005.

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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