

WESTERN ALLIANCE BANCORPORATION
 Form 5
 February 16, 2016

FORM 5

OMB APPROVAL

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

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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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
 JOHNSON MARIANNE BOYD

2. Issuer Name and Ticker or Trading Symbol
 WESTERN ALLIANCE BANCORPORATION [WAL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2015

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

C/O WESTERN ALLIANCE BANCORPORATION, ONE E. WASHINGTON STREET, STE 1400

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

PHOENIX, AZ 85004

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| Common Stock | 02/12/2014 | | G5(1) | 1,376 D \$ 0 | 25,584 | D | |
| Common Stock | 02/12/2014 | | G5(1) | 1,376 A \$ 0 | 304,125 | I | The Marianne E. Boyd Trust, dated |

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| | | | | | | | | | |
|--------------|------------|---|-------------------|-------|---|------|---------|---|--|
| | | | | | | | | | January 9, 2007 |
| Common Stock | 10/21/2014 | Â | G5 ⁽¹⁾ | 5,000 | D | \$ 0 | 20,584 | D | Â |
| Common Stock | 10/21/2014 | Â | G5 ⁽¹⁾ | 5,000 | A | \$ 0 | 307,385 | I | The Marianne E. Boyd Trust, dated January 9, 2007 |
| Common Stock | 08/18/2015 | Â | G ⁽¹⁾ | 5,000 | D | \$ 0 | 3,295 | D | Â |
| Common Stock | 08/18/2015 | Â | G ⁽¹⁾ | 5,000 | A | \$ 0 | 312,385 | I | The Marianne E. Boyd Trust, dated January 9, 2007 |
| Common Stock | Â | Â | Â | Â | Â | Â | 359,528 | I | The Marianne E. Boyd Trust, dated January 9, 2007 |
| Common Stock | Â | Â | Â | Â | Â | Â | 38,572 | I | Marianne Boyd Johnson Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005 |
| Common Stock | Â | Â | Â | Â | Â | Â | 38,571 | I | Samuel J. Boyd Subtrust of the Boyd 2005 Irrevocable Trust dated April 14, 2005 |
| Common Stock | Â | Â | Â | Â | Â | Â | 38,571 | I | William R. Boyd Subtrust of The Boyd |

2005
Irrevocable
Trust dated
April 15,
2005

Common Stock 178,796 I BG-05 Limited Partnership

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. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|-------------------------------------|--------------------------|--------------------------|--------------------------|
| | Director | 10% Owner | Officer | Other |
| JOHNSON MARIANNE BOYD C/O WESTERN ALLIANCE BANCORPORATION ONE E. WASHINGTON STREET, STE 1400 PHOENIX, AZ 85004 | <input checked="" type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Signatures

/s/ Dale Gibbons 02/16/2016
(Attorney-in-fact)

**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).

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(1) This transaction involved a transfer of shares from the Reporting Person to The Marianne E. Boyd Trust, dated January 9, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.