GARDNER STEVEN R

Form 4

October 30, 2017

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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(b).

(Last)

Common

(Print or Type Responses)

1. Name and Address of Reporting Person * GARDNER STEVEN R

2. Issuer Name and Ticker or Trading

Symbol

PACIFIC PREMIER BANCORP

5. Relationship of Reporting Person(s) to

Issuer

INC [PPBI]

(Check all applicable)

10% Owner

(First) (Middle) 3. Date of Earliest Transaction

> (Month/Day/Year) 10/27/2017

X_ Officer (give title Other (specify below)

17901 VON KARMAN AVE., **SUITE 1200**

10/27/2017

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Chairman, President & CEO

(Street) 4. If Amendment, Date Original

Applicable Line)

_X__ Director

X Form filed by One Reporting Person Form filed by More than One Reporting

D

IRVINE, CA 92614

(State) (Zip) (City) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) Direct (D) (Instr. 8) Owned Ownership or Indirect Following (Instr. 4) Reported (I) (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price \$

PPBI

S 12,500 41.0214 246,827 (2) D

(1)Stock

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)

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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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration D (Month/Day, e	Date Exercisable and biration Date onth/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Options on PPBI Common Stock	\$ 5.01					(3)	08/27/2018	PPBI Common Stock	26,849	
Options on PPBI Common Stock	\$ 6.3					<u>(4)</u>	01/05/2021	PPBI Common Stock	5,000	
Options on PPBI Common Stock	\$ 7.87					<u>(5)</u>	06/05/2022	PPBI Common Stock	100,000	
Options on PPBI Common Stock	\$ 10.44					<u>(6)</u>	01/02/2023	PPBI Common Stock	50,000	
Options on PPBI Common Stock	\$ 15.68					<u>(7)</u>	01/02/2024	PPBI Common Stock	50,000	
Options on PPBI Common Stock	\$ 15.16					<u>(8)</u>	01/28/2025	PPBI Common Stock	50,000	
PPBI Restricted Stock Unit	<u>(9)</u>					<u>(9)</u>	(10)	PPBI Common Stock	9,750	
PPBI Restricted Stock Unit	(11)					<u>(11)</u>	(10)	PPBI Common Stock	14,045	

Reporting Owners

Relationships

Reporting Owner Name / Address

Reporting Owners

8. F Der Sec (Ins

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Director 10% Owner Officer Other

GARDNER STEVEN R 17901 VON KARMAN AVE SI

17901 VON KARMAN AVE., SUITE 1200 X Chairman, President & CEO

IRVINE, CA 92614

Signatures

Steven R. 10/30/2017 Gardner

**Signature of Date
Reporting Person

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 price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$41.00 to \$41.35, inclusive.
- (2) Includes 115,469 shares of restricted stock subject to a vesting schedule set forth in the restricted stock grant and subject to forfeiture upon the occurrence of certain events specified in the restricted stock grant.
- (3) The option vests in three equal annual installments beginning on 8/27/2009.
- (4) The option vests in three equal annual installments beginning on 1/5/2012.
- (5) The option vests in three equal annual installments beginning on 6/5/2013.
- (6) The option vests in three equal annual installments beginning on 1/2/2014.
- (7) The option vests in three equal annual installments beginning on 1/2/2015.
- (8) The option vests in three equal annual installments beginning on 1/28/2016.
- (9) Each Restricted Stock Unit represents the right to receive one share of common stock. The Restricted Stock Units will vest annually, if at all, commencing January 25, 2017 in three installments ranging between 1/5 and 1/3 of the reported number of Restricted Stock Units.
- (10) Not applicable.
- (11) Each Restricted Stock Unit represents the right to receive one share of common stock. The Restricted Stock Units will vest annually, if at all, commencing January 26, 2018 in three installments ranging between 1/5 and 1/3 of the reported number of Restricted Stock Units.

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.

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