

PACIFIC PREMIER BANCORP INC
 Form 4
 February 08, 2017

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 *
 Boudreau Kenneth A

2. Issuer Name and Ticker or Trading Symbol
 PACIFIC PREMIER BANCORP INC [PPBI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 02/06/2017

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

17901 VON KARMAN AVENUE,
 SUITE 1200

(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

IRVINE, CA 92614

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | | (A) or (D) | Price | | |
| PPBI Common Stock | 02/06/2017 | | M | 5,000 A | \$ 7.1 | 44,451 ⁽¹⁾ | D |
| PPBI Common Stock | 02/06/2017 | | M | 5,000 A | \$ 5.01 | 49,451 ⁽¹⁾ | D |
| PPBI Common Stock | 02/06/2017 | | M | 1,000 A | \$ 6.3 | 50,451 ⁽¹⁾ | D |
| PPBI Common Stock | 02/06/2017 | | M | 2,500 A | \$ 7.87 | 52,951 ⁽¹⁾ | D |

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| | | | | | | | | |
|-------------------|------------|--|---|-------|---|---------------------------|-----------------------|---|
| Common Stock | | | | | | | | |
| PPBI Common Stock | 02/06/2017 | | M | 7,500 | A | \$ 10.44 | 60,451 ⁽¹⁾ | D |
| PPBI Common Stock | 02/06/2017 | | M | 7,500 | A | \$ 15.68 | 67,951 ⁽¹⁾ | D |
| PPBI Common Stock | 02/06/2017 | | S | 9,275 | D | \$ 39.0619 ⁽²⁾ | 58,676 ⁽¹⁾ | D |
| PPBI Common Stock | 02/07/2017 | | S | 6,436 | D | \$ 39.0522 ⁽³⁾ | 52,240 ⁽¹⁾ | D |
| PPBI Common Stock | 02/08/2017 | | S | 2,615 | D | \$ 38.0213 ⁽⁴⁾ | 49,625 ⁽¹⁾ | D |

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. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Options on PPBI Common Stock | \$ 7.1 | 02/06/2017 | | M | 5,000 | 01/02/2009 01/02/2018 | PPBI Common Stock | 5,000 |
| Options on PPBI Common Stock | \$ 5.01 | 02/06/2017 | | M | 5,000 | 08/27/2009 08/27/2018 | PPBI Common Stock | 5,000 |

| | | | | | | | | |
|------------------------------|----------|------------|---|-------|------------|------------|-------------------|-------|
| Options on PPBI Common Stock | \$ 6.3 | 02/06/2017 | M | 1,000 | 01/05/2012 | 01/05/2021 | PPBI Common Stock | 1,000 |
| Options on PPBI Common Stock | \$ 7.87 | 02/06/2017 | M | 2,500 | 06/05/2013 | 06/05/2022 | PPBI Common Stock | 2,500 |
| Options on PPBI Common Stock | \$ 10.44 | 02/06/2017 | M | 7,500 | 01/02/2014 | 01/02/2023 | PPBI Common Stock | 7,500 |
| Options on PPBI Common Stock | \$ 15.68 | 02/06/2017 | M | 7,500 | 01/02/2015 | 01/02/2024 | PPBI Common Stock | 7,500 |
| Options on PPBI Common Stock | \$ 15.16 | | | | 01/28/2016 | 01/28/2025 | PPBI Common Stock | 7,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Boudreau Kenneth A 17901 VON KARMAN AVENUE, SUITE 1200 IRVINE, CA 92614 | X | | | |

Signatures

Kenneth A
Boudreau 02/08/2017

**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) Includes 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.
- (2) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.90 to \$39.55, inclusive.
- (3) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.00 to \$39.20, inclusive.
- (4) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.00 to \$38.10, inclusive.

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