BANC OF CALIFORNIA, INC. Form SC 13D/A December 15, 2015

CUSIP No. 05990K106

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

SCHEDULE 13D/A Amendment No. 6

Under the Securities Exchange Act of 1934

BANC OF CALIFORNIA, INC.

(Name of Issuer)

Common Stock, \$0.01 par value (Title of Class of Securities)

05990K106 (CUSIP Number)

Mr. Richard J. Lashley PL Capital, LLC 67 Park Place East Suite 675 Morristown, NJ 07960 (973) 539-5400

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

- with copies to-

Phillip M. Goldberg Peter D. Fetzer Foley & Lardner LLP Foley & Larder LLP 321 North Clark Street 777 East Wisconsin

Suite 2800 Avenue
Chicago, Suite 3800
IL 60654-5313 Milwaukee,
(312) 832-4549 WI 53202-5306

(414) 297-5596

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December 10, 2015 (Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box £.

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| 1 | NAME OF REPORTING PERSON PL Capital, LLC | | | | | |
|-------|---|------------------|--|------------|--------|--|
| 2 | | OPRIATE BOX IF A | MEMBER OF A GROUP | (a) (b) | T £ | |
| 3 | SEC USE ONLY | | | ` / | | |
| 4 | SOURCE OF FUND | OS | | | | |
| 5 | CHECK BOX IF DI | SCLOSURE OF LEGA | AL PROCEEDINGS IS REQUIRED PURSUANT TO | £ | | |
| | ITEMS 2(d) OR 2(e) | | | | | |
| 6 | | PLACE OF ORGANIZ | ATION | | | |
| | Delaware | | | | | |
| NUMB | ER OF | 7 | SOLE VOTING POWER | | | |
| SHARE | | | 0 | | | |
| BENEF | TCIALLY | 8 | SHARED VOTING POWER | | | |
| OWNE | D BY | | 1,733,243 | | | |
| EACH | | 9 | SOLE DISPOSITIVE POWER | | | |
| REPOR | TING | | 0 | | | |
| PERSO | N | 10 | SHARED DISPOSITIVE POWER | | | |
| WITH | | | 1,733,243 | | | |
| 11 | AGGREGATE AMO | OUNT BENEFICIALL | Y OWNED BY EACH REPORTING PERSON | | | |
| | 1,733,243 | | | | | |
| 12 | CHECK BOX IF TH | IE AGGREGATE AM | OUNT IN ROW (11) EXCLUDES CERTAIN | T | | |
| | SHARES | | | | | |
| 13 | PERCENT OF CLA | SS REPRESENTED B | Y AMOUNT IN ROW (11) | | | |
| | 4.6% | | | | | |
| 14 | TYPE OF REPORT | ING PERSON | | | | |
| | 00 | | | | | |
| | | | | | | |

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| 1 | NAME OF REPORTING PERSON | | | | | | |
|-------|--|--|--|------------|--------|--|--|
| | Financial Edge Fund, L.P. | | | | | | |
| 2 | CHECK THE APP | ROPRIATE BOX IF A | MEMBER OF A GROUP | (a) (b) | T £ | | |
| 3 | SEC USE ONLY | | | . , | | | |
| 4 | SOURCE OF FUN | DS | | | | | |
| | WC, OO | | | | | | |
| 5 | CHECK BOX IF D | ISCLOSURE OF LEG | AL PROCEEDINGS IS REQUIRED PURSUANT TO | £ | | | |
| | ITEMS 2(d) OR 2(e) | | | | | | |
| 6 | CITIZENSHIP OR | PLACE OF ORGANIZ | ZATION | | | | |
| | Delaware | | | | | | |
| NUME | BER OF | 7 | SOLE VOTING POWER | | | | |
| SHAR | ES | | 0 | | | | |
| BENE | FICIALLY | 8 | SHARED VOTING POWER | | | | |
| OWNI | ED BY | | 1,084,909 | | | | |
| EACH | | 9 | SOLE DISPOSITIVE POWER | | | | |
| _ | RTING | | 0 | | | | |
| PERSO | ON | 10 | SHARED DISPOSITIVE POWER | | | | |
| WITH | | | 1,084,909 | | | | |
| 11 | AGGREGATE AM | IOUNT BENEFICIALI | LY OWNED BY EACH REPORTING PERSON | | | | |
| | 1,084,909 | | | | | | |
| 12 | CHECK BOX IF T | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN T | | | | | |
| | SHARES | | | | | | |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | | | | | | |
| | 2.9% | | | | | | |
| 14 | TYPE OF REPORT | TYPE OF REPORTING PERSON | | | | | |
| | PN | | | | | | |

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| 1 | NAME OF REPORTING PERSON | | | | | | |
|--------|--|---------------|--|------------|--------|--|--|
| | Financial Edge— | • | | | | | |
| 2 | CHECK THE A | PPROPRIATE B | SOX IF A MEMBER OF A GROUP | (a) (b) | T £ | | |
| 3 | SEC USE ONLY | Y | | | | | |
| 4 | SOURCE OF FU | JNDS | | | | | |
| | WC, OO | | | | | | |
| 5 | CHECK BOX II | F DISCLOSURE | OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO | £ | | | |
| | ITEMS 2(d) OR 2(e) | | | | | | |
| 6 | CITIZENSHIP (| OR PLACE OF C | DRGANIZATION | | | | |
| | Delaware | | | | | | |
| NUME | BER OF | 7 | SOLE VOTING POWER | | | | |
| SHARES | | | 0 | | | | |
| BENE | FICIALLY | 8 | SHARED VOTING POWER | | | | |
| OWNE | ED BY | | 444,134 | | | | |
| EACH | | 9 | SOLE DISPOSITIVE POWER | | | | |
| _ | RTING | | 0 | | | | |
| PERSO | ON | 10 | SHARED DISPOSITIVE POWER | | | | |
| WITH | | | 444,134 | | | | |
| 11 | AGGREGATE A | AMOUNT BENI | EFICIALLY OWNED BY EACH REPORTING PERSON | | | | |
| | 444,134 | | | | | | |
| 12 | CHECK BOX II | F THE AGGREC | GATE AMOUNT IN ROW (11) EXCLUDES CERTAIN | T | | | |
| | SHARES | | | | | | |
| 13 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | | | | | | |
| | 1.2% | | | | | | |
| 14 | TYPE OF REPO | ORTING PERSO | N | | | | |
| | PN | | | | | | |

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| 1 | NAME OF REP | | ON | | | | |
|-------|--------------------|---------------|---|------------|--------|--|--|
| | PL Capital/Focu | | | | | | |
| 2 | CHECK THE A | PPROPRIATE E | BOX IF A MEMBER OF A GROUP | (a) (b) | T £ | | |
| 3 | SEC USE ONLY | Y | | | | | |
| 4 | SOURCE OF FU | UNDS | | | | | |
| | WC, OO | | | | | | |
| 5 | CHECK BOX II | F DISCLOSURE | OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT T | O£ | | | |
| | ITEMS 2(d) OR 2(e) | | | | | | |
| 6 | CITIZENSHIP (| OR PLACE OF (| ORGANIZATION | | | | |
| | Delaware | | | | | | |
| NUMI | BER OF | 7 | SOLE VOTING POWER | | | | |
| SHAR | ES | | 0 | | | | |
| BENE | FICIALLY | 8 | SHARED VOTING POWER | | | | |
| OWNI | ED BY | | 204,200 | | | | |
| EACH | [| 9 | SOLE DISPOSITIVE POWER | | | | |
| REPO | RTING | | 0 | | | | |
| PERSO | ON | 10 | SHARED DISPOSITIVE POWER | | | | |
| WITH | | | 204,200 | | | | |
| 11 | AGGREGATE A | AMOUNT BENI | EFICIALLY OWNED BY EACH REPORTING PERSON | | | | |
| | 204,200 | | | | | | |
| 12 | CHECK BOX II | F THE AGGREC | GATE AMOUNT IN ROW (11) EXCLUDES CERTAIN | T | | | |
| | SHARES | | | | | | |
| 13 | PERCENT OF C | CLASS REPRES | ENTED BY AMOUNT IN ROW (11) | | | | |
| | 0.5% | | | | | | |
| 14 | TYPE OF REPO | ORTING PERSO | N | | | | |
| | PN | | | | | | |

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| 1 | NAME OF REPORTING PERSON | | | | | | | |
|-------|--------------------------|--|---|------------|--------|--|--|--|
| | Goodbody/PL Cap | • | | | | | | |
| 2 | CHECK THE AP | PROPRIATE BOX IF | A MEMBER OF A GROUP | (a) (b) | T £ | | | |
| 3 | SEC USE ONLY | | | | | | | |
| 4 | SOURCE OF FUI | NDS | | | | | | |
| | WC, OO | WC, OO | | | | | | |
| 5 | CHECK BOX IF | DISCLOSURE OF LE | GAL PROCEEDINGS IS REQUIRED PURSUANT TO | £ | | | | |
| | ITEMS 2(d) OR 2(e) | | | | | | | |
| 6 | CITIZENSHIP O | R PLACE OF ORGAN | NIZATION | | | | | |
| | Delaware | | | | | | | |
| NUMI | BER OF | 7 | SOLE VOTING POWER | | | | | |
| SHAR | ES | | 0 | | | | | |
| BENE | FICIALLY | 8 | SHARED VOTING POWER | | | | | |
| OWNI | ED BY | | 483,676 | | | | | |
| EACH | | 9 | SOLE DISPOSITIVE POWER | | | | | |
| REPO | RTING | | 0 | | | | | |
| PERSO | ON | 10 | SHARED DISPOSITIVE POWER | | | | | |
| WITH | | | 483,676 | | | | | |
| 11 | AGGREGATE A | MOUNT BENEFICIA | LLY OWNED BY EACH REPORTING PERSON | | | | | |
| | 483,676 | | | | | | | |
| 12 | CHECK BOX IF | THE AGGREGATE A | MOUNT IN ROW (11) EXCLUDES CERTAIN | T | | | | |
| | SHARES | | | | | | | |
| 13 | PERCENT OF CI | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | | | | | | |
| | 1.3% | 1.3% | | | | | | |
| 14 | TYPE OF REPOR | RTING PERSON | | | | | | |
| | PN | | | | | | | |

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| 1 | NAME OF REPORTING PERSON Goodbody/PL Capital, LLC | | | | |
|-------|---|------------------|---|-----|---|
| 2 | | | HE A MEMBER OF A CROMP | () | - |
| 2 | CHECK THE AI | PPROPRIATE BOX | IF A MEMBER OF A GROUP | (a) | T |
| | GEGLIGE ON V | 7 | | (b) | £ |
| 3 | SEC USE ONLY | | | | |
| 4 | SOURCE OF FU | INDS | | | |
| 5 | CUECK BOX IE | DISCLOSUDE OF | LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO | · c | |
| 3 | | | LEGAL I ROCEEDINGS IS REQUIRED I ORSUANT TO | L | |
| 6 | ITEMS 2(d) OR 2(e) CITIZENSHIP OR PLACE OF ORGANIZATION | | | | |
| U | Delaware | OK I LACE OF OKO | ANZATION | | |
| NUMI | BER OF | 7 | SOLE VOTING POWER | | |
| SHAR | ES | | 0 | | |
| BENE | FICIALLY | 8 | SHARED VOTING POWER | | |
| OWNI | ED BY | | 483,676 | | |
| EACH | | 9 | SOLE DISPOSITIVE POWER | | |
| REPO | RTING | | 0 | | |
| PERSO | ON | 10 | SHARED DISPOSITIVE POWER | | |
| WITH | | | 483,676 | | |
| 11 | AGGREGATE A | AMOUNT BENEFIC | CIALLY OWNED BY EACH REPORTING PERSON | | |
| | 483,676 | | | | |
| 12 | CHECK BOX IF | THE AGGREGAT | E AMOUNT IN ROW (11) EXCLUDES CERTAIN | T | |
| | SHARES | | | | |
| 13 | PERCENT OF C | LASS REPRESENT | TED BY AMOUNT IN ROW (11) | | |
| | 1.3% | | | | |
| 14 | TYPE OF REPO | RTING PERSON | | | |
| | OO | | | | |

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| 1 | NAME OF REPORTING PERSON | | | | |
|-----------|---|-----------------------|---------------------|-----|---|
| 2 | PL Capital Advisors, LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | | | | T |
| 3 4 | SEC USE ONLY SOURCE OF FUNDS | | | (b) | £ |
| 5 | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) | | | £ | |
| 6 | ` ' ' |) PLACE OF ORGANIZ | ATION | | |
| | Delaware | | | | |
| NUME | SER OF | 7 | SOLE VOTING POWER | | |
| SHAR | ES | | 0 | | |
| BENE | FICIALLY | 8 | SHARED VOTING POWER | | |
| OWNED BY | | | 2,216,919 | | |
| EACH | | 9 | | | |
| REPORTING | | | | | |
| PERSON | | | | | |
| WITH | | | | | |