PACIFIC PREMIER BANCORP INC

Form 4

March 23, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MCKENNON MICHAEL L

2. Issuer Name and Ticker or Trading

Symbol

PACIFIC PREMIER BANCORP

INC [PPBI]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

(Last)

(First)

(State)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 03/21/2017

X_ Director 10% Owner Other (specify Officer (give title

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

> (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

IRVINE, CA 92614

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)

(A)

or

Price

4. Securities Acquired 5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4) Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Ownership Indirect (I) (Instr. 4)

PPBI

Common 03/21/2017 Stock

Code V Amount (D)

2,500

M

38,748 (1)

Transaction(s)

(Instr. 3 and 4)

D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

(9-02)

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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. Transacti Code (Instr. 8) | (A) or Disposed of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8 E S (: |
|---|---|--------------------------------------|---|---------------------------------------|-----------------------|-----------------|--|--------------------|---|--|-------------------|
| | | | | | (D) (Ins | tr. 3, 4, 5) | | | | | |
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Options on PPBI Common Stock | \$ 7.87 | 03/21/2017 | | M | | 2,500 | (2) | 06/05/2022 | PPBI Common Stock | 2,500 | |
| Options on PPBI Common Stock | \$ 15.68 | | | | | | <u>(3)</u> | 01/02/2024 | PPBI Common Stock | 7,500 | |
| Options on PPBI Common Stock | \$ 15.16 | | | | | | <u>(4)</u> | 01/28/2025 | PPBI Common Stock | 7,500 | |
| Options on PPBI Common Stock | \$ 10.44 | | | | | | <u>(5)</u> | 01/02/2023 | PPBI Common Stock | 7,500 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| KENNON MICHAEL L | | | | | | | |

MCKENNON MICHAEL L 17901 VON KARMAN AVE., SUITE 1200 X IRVINE, CA 92614

Signatures

Michael L

McKennon 03/23/2017

**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).

Reporting Owners 2

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- (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 option vests in three equal annual installments beginning on 6/5/2013.
- (3) The option vests in three equal annual installments beginning on 1/2/2015.
- (4) The option vests in three equal annual installments beginning on 1/28/2016.
- (5) The option vests in three equal annual installments beginning on 1/2/2014.

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.