

WESTERN ALLIANCE BANCORPORATION

Form 4

January 31, 2013

**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 \*  
Sarver Robert Gary2. 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. Date of Earliest Transaction  
(Month/Day/Year)  
01/29/2013☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
Chairman and CEOC/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 Filing(Check Applicable Line)

☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting Person

PHOENIX, AZ 85004

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| Common Stock                    | 01/29/2013                           |                                                    | A                              | 60,000                                                            | A \$ 0                                                                                        | 2,691,889                                                | D                                          |
| Common Stock                    | 01/29/2013                           |                                                    | S                              | 35,597                                                            | D \$ 12.26 (2)                                                                                | 2,656,292                                                | D                                          |
| Common Stock                    | 01/30/2013                           |                                                    | S                              | 18,311                                                            | D \$ 12.257 (3)                                                                               | 2,637,981                                                | D                                          |
| Common                          |                                      |                                                    |                                |                                                                   |                                                                                               | 5,149                                                    | I Robert G.                                |

|                 |                      |   |  |                                               |
|-----------------|----------------------|---|--|-----------------------------------------------|
| Stock           |                      |   |  | Sarver Trust<br>dated<br>09/29/1997           |
| Common<br>Stock | 5,082 <sup>(1)</sup> | I |  | 401K Plan                                     |
| Common<br>Stock | 199,758              | I |  | Sarver<br>Family Trust<br>dated<br>09/29/1997 |
| Common<br>Stock | 30,000               | I |  | Spouse                                        |
| Common<br>Stock | 166,022              | I |  | SF III Ltd<br>Partnership                     |
| Common<br>Stock | 33,105               | I |  | Vulture II<br>Corporation                     |

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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>Derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reportable<br>Transaction<br>(Instr. 6) |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                                                                    |

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |                     |       |
|-----------------------------------------------------------|---------------|-----------|---------------------|-------|
|                                                           | Director      | 10% Owner | Officer             | Other |
| Sarver Robert Gary<br>C/O WESTERN ALLIANCE BANCORPORATION | X             |           | Chairman<br>and CEO |       |

ONE E. WASHINGTON STREET, STE. 1400  
PHOENIX, AZ 85004

## Signatures

/s/ Dale Gibbons  
(Attorney-in-fact)

01/31/2013

\_\_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) Reflects shares held in the 401K Plan to include employer match as of 1/28/13

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.25 to \$12.345, inclusive. The reporting person undertakes to provide to Western Alliance Bancorporation, any security holder of Western Alliance Bancorporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$12.25 to \$12.30, inclusive. The reporting person undertakes to provide to Western Alliance Bancorporation, any security holder of Western Alliance Bancorporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within this range.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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