

BANC OF CALIFORNIA, INC.  
 Form 5  
 February 12, 2014

# FORM 5

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

OMB APPROVAL  
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 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**Liu Chang**  
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
**BANC OF CALIFORNIA, INC.**  
**[BANC]**

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 EVP AND CHIEF LENDING OFFICER

6. Individual or Joint/Group Reporting  
 (check applicable line)  
 Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

18500 VON KARMAN AVE, SUITE 1100  
 (Street)  
 IRVINE, CA 92612  
 (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)	Amount (A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	04/01/2013	Â	A <sup>(1)</sup>	0.0859	A	\$ 11.05	9,696.9564 <sup>(2)</sup>	D	Â
Common Stock	07/01/2013	Â	A <sup>(1)</sup>	0.0729	A	\$ 13.17	9,696.9564 <sup>(2)</sup>	D	Â
Common Stock	10/01/2013	Â	A <sup>(1)</sup>	0.0723	A	\$ 13.41	9,696.9564 <sup>(2)</sup>	D	Â
Common Stock <sup>(3)</sup>	12/29/2013	Â	F4 <sup>(4)</sup>	639	D	\$ 13.55	9,696.9564 <sup>(2)</sup>	D	Â



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