

WESTERN ALLIANCE BANCORPORATION
 Form 5
 February 16, 2016

FORM 5

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).
 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 *
 Sarver Robert Gary
 (Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
 WESTERN ALLIANCE BANCORPORATION [WAL]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman and CEO

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2015

C/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 Reporting
 (check applicable line)

PHOENIX, AZ 85004

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|-----------------------------------|
| | | | | Amount | (A) or (D) | Price | | | |
| Common Stock | 12/24/2012 | ^ | G5 | 23,800 | A | \$ 0 | 189,822 | I | SF III Ltd Partnership |
| Common Stock | 05/12/2015 | ^ | G ⁽¹⁾ | 166,022 | D | \$ 0 | 23,800 | I | SF III Ltd Partnership |
| | 05/12/2015 | ^ | G ⁽¹⁾ | 166,022 | A | \$ 0 | 171,171 | I | |

| | | | | | | | | | | |
|--------------|---|---|---|---|---|---|----------------------|---|--|---|
| Common Stock | | | | | | | | | | Robert G. Sarver Trust dated 09/29/1997 |
| Common Stock | Â | Â | Â | Â | Â | Â | 1,169,075 | D | | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 30,000 | I | | Spouse |
| Common Stock | Â | Â | Â | Â | Â | Â | 189,758 | I | | Sarver Family Trust dated 09/29/1997 |
| Common Stock | Â | Â | Â | Â | Â | Â | 33,105 | I | | Vulture II Corporation |
| Common Stock | Â | Â | Â | Â | Â | Â | 6,191 ⁽²⁾ | I | | 401K Plan |

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

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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. Price of Derivative Security (Instr. 5) | 9. of D Se O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|-------------------------|
| | | | | | (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sarver Robert Gary C/O WESTERN ALLIANCE BANCORPORATION ONE E. WASHINGTON STREET, STE 1400 PHOENIX, AZ 85004 | Â X | Â | Â Chairman and CEO | Â |

Signatures

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

02/16/2016

__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) On May 12, 2015, the Reporting Person transferred 166,022 shares from SF III, Ltd Partnership to the Robert G. Sarver Trust dated 09/29/1997.
- (2) Reflects shares held in the 401K Plan to include employer match as of 12/31/15.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.