

PACWEST BANCORP
Form 3
October 08, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Burke Paul Robert | | (Month/Day/Year) | PACWEST BANCORP [PACW] | |
| (Last) | (First) | 10/07/2015 | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 10250 CONSTELLATION BLVD.,,Â SUITE 1640 | | | (Check all applicable) | |
| (Street) | | | <input checked="" type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| LOS ANGELES,Â CAÂ 90067 | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 3,226 ⁽¹⁾ | D | Â |
| Common Stock | 60,434 | I | By Northaven Partners II, L.P. ⁽²⁾ |
| Common Stock | 21,411 | I | By Northaven Partners III, L.P. ⁽²⁾ |
| Common Stock | 407,837 | I | By Northaven Capital Partners, L.P. ⁽²⁾ |
| Common Stock | 34,428 | I | by Northaven Offshore Ltd. ⁽²⁾ |
| Common Stock | 344,378 | I | By Northaven Partners, L.P. ⁽²⁾ |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Burke Paul Robert 10250 CONSTELLATION BLVD., SUITE 1640 LOS ANGELES, CA 90067 | X | A | A | A |

Signatures

/s/ Paul Burke 10/08/2015

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) In connection with the merger of Square 1 Financial, Inc. with and into PacWest Bancorp on October 6, 2015 pursuant to the Agreement and Plan of Merger, dated March 1, 2015, as amended, by and between PacWest and Square 1, the reporting person received (i) the PacWest common stock reported above and \$43.34 in cash in exchange for 5,381 shares of Square 1 common stock, and (ii) \$26,452.15 in cash in exchange for 1,031 restricted shares of Square 1 which were scheduled to vest on February 3, 2016. On October 6, 2015, the effective date of the merger, the closing price of Square 1's common stock was \$26.32 per share and the closing price of PacWest's common stock was \$43.97 per share.

(2) Reporting person serves as a shareholder in Northaven Management, Inc., and is a member of Northaven Associates, LLC, the general partner of each of Northaven Partners, L.P., Northaven Partners II, L.P., Northaven Partners III, L.P., and Northaven Capital Partners, L.P., and the holder of the management shares of Northaven Offshore Ltd. As such, reporting person may be deemed to have beneficial ownership of the securities owned by these entities. Reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that he is a beneficial owner of such securities for the purposes of Section 16.

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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