

POPULAR INC
Form 3/A
February 14, 2017

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)

| | | | | |
|---|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â CHINEA MANUEL</p> <p>(Last) (First) (Middle)</p> <p>P O BOX 362708</p> <p>(Street)</p> <p>SAN JUAN, Â PR Â 00936-2708</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>01/01/2016</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>POPULAR INC [BPOP]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Executive Vice President</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>05/13/2016</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|---|--|

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 Par Value \$0.01 per share | 8,875.513 ⁽¹⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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

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 | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

| | | | | | | | |
|---------------|-------|-------|------------|----------|--------|------------|-----|
| | | | | Shares | | (I) | |
| | | | | | | (Instr. 5) | |
| | | | Common | | | | |
| | | | Stock Par | | | | |
| Phantom Stock | Â (2) | Â (2) | Value | 2,074.66 | \$ (3) | | D Â |
| | | | \$0.01 per | | | | |
| | | | share | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CHINEA MANUEL P O BOX 362708 SAN JUAN, PR 00936-2708 | Â | Â | Â Executive Vice President | Â |

Signatures

Marie Reyes-Rodriguez,
Attorney-in-fact

02/14/2017

**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).
- Amount of securities beneficially owned has been adjusted to deduct 2,075 securities that were initially included as part of the reporting person's holdings. These securities have been moved to Table II of this form as they are shares of "phantom stock" that were acquired under the Popular North America Deferral Plan and are therefore considered derivative securities.
- (1) Amount of securities beneficially owned has been adjusted to deduct 2,075 securities that were initially included as part of the reporting person's holdings. These securities have been moved to Table II of this form as they are shares of "phantom stock" that were acquired under the Popular North America Deferral Plan and are therefore considered derivative securities.
 - (2) Shares of phantom stock are payable following the termination of the reporting person's employment with the Corporation. The reporting person may transfer his phantom stock account into an alternative investment account at any time.
 - (3) Each share of phantom stock is the economic equivalent of one share of the Corporation's common stock.

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.