

WESTERN ALLIANCE BANCORPORATION  
 Form 4  
 October 30, 2014

**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 \*  
 NAGY M NAFEES

2. 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)  
 05/08/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)

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 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount		
Common Stock					36,478	D	
Common Stock					4,082	I	Sajan Star IV LLC
Common Stock					2,300	I	Sajan Star II LLC
Common Stock	05/08/2012		G		2,300	D	\$ 0
					0	I	Sajan Star II LLC

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Common Stock	05/08/2012	G	2,300	A	\$ 0	73,754	I	Shamim N. Nagy Separate Property Trust
Common Stock	09/13/2013	G	73,754	D	\$ 0	0	I	Shamim N. Nagy Separate Property Trust
Common Stock	09/13/2013	G	73,754	A	\$ 0	107,517	I	Sunset Properties Group LLC
Common Stock	03/26/2014	<u>G<sup>(1)</sup></u>	V 21,418	D	\$ 0	0	I	Nagy 2009 Grantor Retained Annuity Trust #2
Common Stock	03/26/2014	<u>G<sup>(1)</sup></u>	V 7,284	A	\$ 0	7,284	I	By Spouse
Common Stock	03/26/2014	<u>G<sup>(1)</sup></u>	V 14,134	A	\$ 0	14,134	I	Nagy 2009 Irrevocable Trust, dtd 12/28/09
Common Stock	03/26/2014	<u>G<sup>(1)</sup></u>	V 7,284	D	\$ 0	0	I	By Spouse
Common Stock	03/26/2014	<u>G<sup>(1)</sup></u>	V 7,284	A	\$ 0	7,284	I	Shamim N. Nagy Separate Property Trust
Common Stock	03/26/2014	<u>G<sup>(1)</sup></u>	V 7,284	D	\$ 0	0	I	Shamim N. Nagy Separate Property Trust
Common Stock	03/26/2014	<u>G<sup>(1)</sup></u>	V 7,284	A	\$ 0	114,801	I	Sunset Properties Group LLC
Common Stock	03/26/2014	<u>G<sup>(1)</sup></u>	V 14,134	D	\$ 0	0	I	Nagy 2009 Irrevocable Trust, dtd 12/28/09
Common Stock	03/26/2014	<u>G<sup>(1)</sup></u>	V 14,134	A	\$ 0	360,358	I	Sajan Alliance,

Common Stock	10/28/2014	S	100,000	D	\$ 25.1473 (2)	14,801	I	LLC Sunset Properties Group LLC
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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. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAGY M NAFEES C/O WESTERN ALLIANCE BANCORPORATION ONE E. WASHINGTON STREET, STE 1400 PHOENIX, AZ 85004	X			

## Signatures

/s/ Dale Gibbons  
(Attorney-in-fact) 10/30/2014

\_\_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).

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(1) On March 26, 2014, the Nagy 2009 Grant Retained Annuity Trust #2 ("GRAT 2") distributed 7,284 and 14,134 shares to the reporting person's spouse and the Nagy 2009 Irrevocable Trust, dated 12/28/09, respectively. The reporting person's spouse then transferred 7,284 shares to the Shamim N. Nagy Separate Property Trust, which then transferred the same number of shares to the Sunset Property Group, LLC. The Nagy 2009 Irrevocable Trust dated 12/28/09 transferred 14,134 shares to Sajan Alliance, LLC.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.05 to \$25.4550, 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. 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.