

GIBBONS DALE  
Form 4  
March 07, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
**GIBBONS DALE**

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)  
03/04/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP and CFO

C/O WESTERN ALLIANCE BANCORPORATION, ONE E WASHINGTON STREET

(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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/04/2011		A	V 591 <sup>(1)</sup> A \$ 0	99,028	D	
Common Stock	03/04/2011		A	V 46 A \$ 0	1,543 <sup>(2)</sup>	I	By 401(k) Plan

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

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SEC 1474 (9-02)

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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. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GIBBONS DALE C/O WESTERN ALLIANCE BANCORPORATION ONE E WASHINGTON STREET PHOENIX, AZ 85004			EVP and CFO	

## Signatures

/s/ Dale Gibbons 03/07/2011

\_\_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) These shares are issuable in respect of common stock that represent a portion of the reporting person's salary, net of withholdings and deductions, that fully vest on the date of the grant. Once vested the common stock will become transferrable to the reporting person on a pro rata basis as the Company repays TARP Funds, in increments of no less than 25%. TARP Funds include any funds received pursuant to the United States Government's Troubled Asset Relief Program.

(2) Reflects current shares held in the 401(k) Plan to include Employer match.

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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T. Rowe Price Balanced Fund  
56,459,451

52,991,726

\* Indicates party in interest to the Plan

#### Common Collective Trust Fund

The Putnam Stable Value Fund, a common collective trust fund, invests in guaranteed investment contracts ("GICs") and similar contracts issued by insurance companies, banks and other financial institutions. This fund invests up to 75% of its assets in security-backed investment contracts ("SBIC's"), including separate account products of insurance companies, and at least 5% of its assets in money-market, cash, cash equivalents and stable value funds. The Putnam Stable Value Fund primarily holds investments in fully benefit-responsive insurance contracts that provide that the Plan may make withdrawals at contract value for benefit-responsive requirements.

The interest crediting rate is the periodic interest rate accrued to participants and is either set at the beginning of the contract and held constant, or reset periodically to reflect the performance of the underlying securities. Variables impacting future crediting rates include current yield and duration of the assets backing the contracts, existing differences between the market values of assets backing the contracts and the contract values of the contracts.

Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment in the Putnam Stable Value Fund at contract value. Certain events may limit the ability of the Master Trust to transact at contract value with the issuer. The plan administrator does not believe that the occurrence of any such event is probable. The average yield and crediting interest rates were approximately two percent for the years ended January 31, 2015 and February 1, 2014.

The table below reconciles the fair value and the contract value of the Master Trust's common collective trust fund at January 31, 2015 and February 1, 2014:

	January 31, 2015	February 1, 2014
Fair Value	\$82,473,288	\$82,020,590
Adjustment to contract value for Master Trust's investment in common collective trust fund	(1,529,831 )	(1,060,576 )
Contract Value	\$80,943,457	\$80,960,014

#### 5. Amount Owed to Participants Withdrawing from the Plan

There were no amounts owed to participants who have withdrawn from the Plan as of January 31, 2015 or February 1, 2014.

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Kohl's Department Stores Inc. Savings Plan

Notes to Financial Statements

As of January 31, 2015 and February 1, 2014 and for the Year Ended January 31, 2015

## 6. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service dated January 31, 2012, stating that the Plan is qualified under Section 401(a) of the IRC and, therefore, the related trust is exempt from taxation. The plan is required to operate in conformity with the IRC to maintain its qualification. The plan administrator is not aware of any events that have occurred that might adversely affect the plan's qualified status.

U.S. generally accepted accounting principles require plan management to evaluate tax positions taken by the Plan. The financial statement effects of a tax position are recognized when the position is more likely than not, based on the technical merits, to be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of January 31, 2015 and February 1, 2014, there were no uncertain positions taken or expected to be taken. The Plan has recognized no interest or penalties related to uncertain tax positions. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress.

## 7. Transactions With Parties-in-Interest

During fiscal 2014, the Master Trust purchased and sold Kohl's Corporation common stock as indicated in the following table. Such purchases and sales were made at the market price for the stock on the respective dates.

	Purchases	Sales
Amount	\$17,542,275	\$29,582,536
Number of Shares	311,347	556,617

During fiscal 2014, dividend income of \$5.5 million (\$1.56 per share of Kohl's Corporation common stock) was used to purchase 96,355 shares of Kohl's Corporation stock.

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## 8. Reconciliation of Financial Statements to Schedule H Form 5500

The following is a reconciliation of the assets available for benefits as reported in the financial statements to the assets as reported on the 2014 Form 5500, Schedule H, Part I:

	January 31, 2015	February 1, 2014
Assets available for benefits as reported in the financial statements	\$ 1,013,203,509	\$ 911,051,273
Adjustment to fair value from contract value for investment in Master Trust relating to fully benefit-responsive investment contracts	1,513,553	1,050,423
Net assets as reported on Form 5500	\$ 1,014,717,062	\$ 912,101,696

The following is a reconciliation of the net increase in assets available for benefits as reported in the 2014 financial statements to the net income as reported on the 2014 Form 5500, Schedule H, Part II:

Net increase in assets available for benefits as reported in the financial statements	\$ 102,152,236
Change in adjustment to fair value from contract value for investment relating to fully benefit-responsive investment contracts	463,130
Net income as reported on Form 5500	\$ 102,615,366

## 9. Subsequent Events

Management has evaluated the impact of all subsequent events through July 17, 2015, the date of the Plan's financial statements were available to be issued, and determined that all subsequent events have been appropriately recognized and disclosed in the accompanying financial statements.

SUPPLEMENTAL SCHEDULE

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Kohl's Department Stores, Inc. Savings Plan

Employer Identification Number 13-3357362

Plan Number 002

Schedule H, Part IV, Line 4i - Schedule of Assets (Held at End of Year)

January 31, 2015

(a) Parties in interest to the Plan	(b) Identity of Issue, Borrower, Lessor or Similar Party	(d) Cost	(e) Current Value
*	Kohl's Investment in Master Trust	**	984,965,544
*	Notes Receivable from Participants, interest rate 3.25%; maturities through 2024	-0-	28,763,593
			\$1,013,729,137

\* Indicates party in interest to the Plan

\*\* Cost omitted for participant direct funds

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed by the undersigned thereunto duly authorized.

KOHL'S DEPARTMENT STORES, INC. SAVINGS PLAN

/s/ Wesley S. McDonald  
Wesley S. McDonald  
Senior Executive Vice President,  
Chief Financial Officer,  
On behalf of Kohl's Corporation as Plan Administrator  
Date: July 17, 2015