

MARSHALL TODD

Form 4

January 26, 2012

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MARSHALL TODD

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)

9001 GREENSBORO LN

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/24/2012

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

LAS VEGAS, NV 89134

(City) (State) (Zip)

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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 01/24/2012                              |                                                             | A                                    | 6,188 A                                                                    | \$ 0 98,669                                                                                                        | D                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            | 185,724                                                                                                            | I                                                                    | The Arthur<br>Marshall<br>Family 1993<br>Irrevocable<br>Trust     |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                            | 40,000                                                                                                             | I                                                                    | The J&A<br>Educational<br>Family LP<br>No. 1                      |

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|                 |         |   |                                                                                            |
|-----------------|---------|---|--------------------------------------------------------------------------------------------|
| Common<br>Stock | 89,000  | I | The Todd<br>Marshall<br>Revocable<br>Trust UAD<br>4/1/03                                   |
| Common<br>Stock | 429,970 | I | The Todd<br>Marshall<br>Revocable<br>Family Trust<br>dated 4/13/00                         |
| Common<br>Stock | 6,570   | I | Alexis V.<br>Marshall<br>Trust<br>12/27/1996                                               |
| Common<br>Stock | 6,570   | I | Jessica L.<br>Marshall<br>Trust<br>12/27/1996                                              |
| Common<br>Stock | 33,069  | I | The Todd<br>Marshall<br>1997 Trust<br>FBO Jessica<br>Lauren<br>Marshall<br>Trust           |
| Common<br>Stock | 33,069  | I | The Todd<br>Marshall<br>1997 Trust<br>FBO Alexis<br>Victoria<br>Marshall<br>Trust          |
| Common<br>Stock | 125,000 | I | The Todd<br>Marshall<br>Trust under<br>the T&C<br>Marshall<br>1999<br>Irrevocable<br>Trust |

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                             | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                     |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |         |       |
|------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                            | Director      | 10% Owner | Officer | Other |
| MARSHALL TODD<br>9001 GREENSBORO LN<br>LAS VEGAS, NV 89134 | X             |           |         |       |

## Signatures

/s/ Dale Gibbons  
(Attorney-in-fact) 01/26/2012

\_\_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).

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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