

PACWEST BANCORP  
Form 8-K  
May 15, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(D) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**May 13, 2013**

Date of Report (Date of Earliest Event Reported)

**PACWEST BANCORP**

(Exact Name of Registrant as Specified in Charter)

**DELAWARE**  
(State or Other Jurisdiction of Incorporation)

**00-30747**  
(Commission File Number)

**33-0885320**  
(IRS Employer Identification  
No.)

**10250 Constellation Blvd., Suite 1640**

**Los Angeles, California 90067**

(Address of Principal Executive Offices)(Zip Code)

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**(310) 286-1144**

(Registrant's Telephone Number, including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On May 13, 2013, PacWest Bancorp (the Company) held its annual meeting of stockholders. The Company's stockholders approved each of the three proposals detailed in the Company's 2013 Proxy Statement.

**Proposal 1**

The election of the Company's directors for the annual term expiring in 2014:

|                      | <b>For</b> | <b>Withhold</b> | <b>Broker<br/>Non-Vote</b> |
|----------------------|------------|-----------------|----------------------------|
| Mark N. Baker        | 30,668,314 | 196,624         | 2,548,307                  |
| Craig C. Carlson     | 30,672,364 | 192,574         | 2,548,307                  |
| Stephen M. Dunn      | 30,610,471 | 254,467         | 2,548,307                  |
| John M. Eggemeyer    | 25,752,970 | 5,111,968       | 2,548,307                  |
| Barry C. Fitzpatrick | 30,566,988 | 297,950         | 2,548,307                  |
| George E. Langley    | 30,624,061 | 240,877         | 2,548,307                  |
| Susan E. Lester      | 30,671,374 | 193,564         | 2,548,307                  |
| Timothy B. Matz      | 30,608,739 | 256,199         | 2,548,307                  |
| Arnold W. Messer     | 30,659,434 | 205,504         | 2,548,307                  |
| Daniel B. Platt      | 30,617,713 | 247,225         | 2,548,307                  |
| John W. Rose         | 30,659,125 | 205,813         | 2,548,307                  |
| Robert A. Stine      | 25,719,978 | 5,144,960       | 2,548,307                  |
| Matthew P. Wagner    | 30,617,073 | 247,865         | 2,548,307                  |

**Proposal 2**

Advisory vote on Executive Compensation:

| <b>For</b> | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Vote</b> |
|------------|----------------|----------------|----------------------------|
| 30,043,410 | 714,662        | 106,866        | 2,548,307                  |

**Proposal 3**

Ratification of the selection of KPMG as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013:

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| For        | Against | Abstain |
|------------|---------|---------|
| 32,786,132 | 411,827 | 215,286 |

**Item 8.01. Other Events.**

On May 14, 2013, PacWest Bancorp issued a press release disclosing it had received all necessary regulatory approvals for its acquisition of First California Financial Group, Inc. ( FCAL ) for \$8.00 per FCAL common share, or approximately \$231 million in aggregate consideration, payable in PacWest common stock. PacWest expects the merger to close at close of business on May 31, 2013. The press release announcing the regulatory approvals and expected closing date is attached as Exhibit 99.1 to this Current Report and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits.

| <b>Exhibit No.</b> | <b>Description</b>                |
|--------------------|-----------------------------------|
| 99.1               | Press Release dated May 14, 2013. |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PACWEST BANCORP

Date: May 15, 2013

By: /s/ Lynn M. Hopkins

Name:

Title:

Lynn M. Hopkins

Executive Vice President & Corporate  
Secretary