POPULAR INC Form 4

February 22, 2017

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

gton, D.C. 20549 Number: Expires:

January 31,

0.5

subject to Section 16. Form 4 or

if no longer

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per

Form 4 or Form 5 obligations may continue. See Instruction

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

response...

3ee msu 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> ALVAREZ IGNACIO

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

POPULAR INC [BPOP]

(Check all applicable)

(Last) (First) (Middle)

(Street)

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

____ Director _____ 10% Owner ____ X__ Officer (give title _____ Other (specify

P O BOX 362708 02/17/2017

below) below)

PRESIDENT & COO

F O BOX 302706

share

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person ____ Form filed by More than One Reporting

Person

SAN JUAN, PR 00936-2708

(City)	(State)	(Zip) Tab	le I - Nor	n-D	erivative Sec	urities	Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8	5)	4. Securities Anor Disposed of (Instr. 3, 4 an	of (D) d 5) (A) or	· ·	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)
Common Stock Par Value \$0.01 per share	02/17/2017			v V	Amount 3,097.81	(D)	Price	3,097.81 (1)	I	By son
Common Stock Par Value \$0.01 per	02/17/2017		W	V	12,403.24 (<u>2)</u>	D	\$0	81,543.033 (3)	D	

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	ear) Execution Date, if Trans		orNumber	Expiration Date		Amour	it of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative		• •	·	Securities			(Instr.	3 and 4)	, , ,	Owne
	Security				Acquired			Ì			Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						Ì
					4, and 5)						
					, ,						
									Amount		
						Date	Expiration		or		
						Exercisable	^	Title Number			
						Exercisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ALVAREZ IGNACIO P O BOX 362708 SAN JUAN, PR 00936-2708

PRESIDENT & COO

Signatures

Marie Reyes-Rodriguez, Attorney-in-fact

02/22/2017

**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) Represents the acquisition of 3,097.81 shares by the son of the Reporting Person occupying same household upon liquidation of the conjugal partnership and estate of the Reporting Person's deceased spouse, as described in note (2).
- These shares (which include 27.161 shares acquired since the Reporting Person's last Form 4, pursuant to reinvestment of dividend paid by the Corporation in transactions exempt from Section 16 of the Securities Exchange Act)include all shares that had been held by the Reporting Person and his deceased spouse as community property and now are being transferred to his children upon the liquidation the conjugal partnership and estate of the deceased spouse.
- (3) Includes 96.887 shares acquired since Mr. Alvarez's last Form 4, pursuant to reinvestment of dividend paid by the Corporation in transactions exempt from Section 16 of the Securities Exchange Act.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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