Section 1: DEFA14A (DEFA14A)

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 14A
(RULE 14A-101)
INFORMATION REQUIRED IN PROXY STATEMENT
SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant ☒
Filed by a Party other than the Registrant ☐
Check the appropriate box:
☐ Preliminary Proxy Statement
☐ Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
☐ Definitive Proxy Statement
☒ Definitive Additional Materials
☐ Soliciting Material Pursuant to §240.14a-12

Western Alliance Bancorporation

(Name of Registrant as Specified in Its Charter)

(Number of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):
☒ No fee required
☐ Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated or state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

☐ Fee paid previously with preliminary materials.
☐ Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.: 
(3) Filing Party:

(4) Date Filed:
This supplement (the “Supplement”) amends and supplements the Notice of Annual Meeting of Stockholders and Proxy Statement of Western Alliance Bancorporation (the “Company”), dated April 27, 2020 (the “Proxy Statement”), furnished to stockholders in connection with the Company’s 2020 Annual Meeting of Stockholders to be held on Thursday, June 11, 2020. This Supplement is being filed with the Securities and Exchange Commission and is being made available to stockholders on or about May 7, 2020.

This Supplement updates the disclosure in the Proxy Statement relating to the voting rules that apply to “Proposal 3 - Equity Plan Amendment” (“Proposal 3”). With respect to Proposal 3, the affirmative vote of a majority of shares present and entitled to vote is required for approval. Abstentions with respect to Proposal 3 will have the same effect as votes against Proposal 3. As indicated in the Proxy Statement, broker-non votes will have no effect on the outcome of Proposal 3.

Except as specifically supplemented by the information contained herein, all information set forth in the Proxy Statement remains unchanged. From and after the date of this Supplement, all references to the “Proxy Statement” are to the Proxy Statement as supplemented hereby. The Proxy Statement contains important information and this Supplement should be read in conjunction with the Proxy Statement.

(Back To Top)