

ZIONS BANCORPORATION /UT/
Form 4
January 28, 2016

FORM 4

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

OMB APPROVAL

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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 *
Castle Julie G

2. Issuer Name and Ticker or Trading Symbol
ZIONS BANCORPORATION /UT/
[ZION]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
01/15/2016

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Executive Vice President

ONE SOUTH MAIN STREET,
15TH FLOOR

(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

SALT LAKE CITY, UT 84133-1109

(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. 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	01/15/2016		M	2,541 A \$ 0	13,338.217	D	
Common Stock	01/15/2016		D	334 D \$ 0	13,004.217	D	
Common Stock	01/15/2016		D	1,104 D \$ 0	11,900.217	D	
Common Stock	01/15/2016		D	1,103 D \$ 0	10,797.217	D	
Common Stock	01/15/2016		D	1,058 D \$ 0	9,739.217	D	

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Common Stock	01/15/2016	D	1,058	D	\$ 0	8,681.217	D
Common Stock	01/15/2016	D	1,058	D	\$ 0	7,623.217	D
Common Stock	01/15/2016	D	374	D	\$ 0	7,249.217	D
Common Stock	01/15/2016	D	374	D	\$ 0	6,875.217	D
Common Stock	01/15/2016	D	374	D	\$ 0	6,501.217	D
Common Stock	01/15/2016	D	1,043	D	\$ 0	5,458.217	D
Common Stock	01/15/2016	D	1,042	D	\$ 0	4,416.217	D
Common Stock	01/15/2016	D	1,043	D	\$ 0	3,373.217	D
Common Stock	01/15/2016	D	1,042	D	\$ 0	2,331.217	D

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

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(9-02)

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. Amount or Number of Shares
Stock Option (right to buy)	\$ 28.59	01/15/2016		D	2,226	<u>(1)</u> 04/15/2016	Common Stock	2,226
	\$ 28.59	01/15/2016		D	2,077	<u>(1)</u> 04/15/2016		2,077

Stock Option (right to buy)								Common Stock	
Stock Option (right to buy)	\$ 28.59	01/15/2016	D	1,357	<u>(1)</u>	04/15/2016	Common Stock	1,357	
Stock Option (right to buy)	\$ 28.59	01/15/2016	D	720	<u>(1)</u>	04/15/2016	Common Stock	720	
Stock Option (right to buy)	\$ 29.02	01/15/2016	D	1,399	<u>(1)</u>	04/15/2016	Common Stock	1,399	
Stock Option (right to buy)	\$ 29.02	01/15/2016	D	2,543	<u>(1)</u>	04/15/2016	Common Stock	2,543	
Stock Option (right to buy)	\$ 29.02	01/15/2016	D	2,543	<u>(1)</u>	04/15/2016	Common Stock	2,543	
Stock Option (right to buy)	\$ 29.02	01/15/2016	D	1,144	<u>(1)</u>	04/15/2016	Common Stock	1,144	
RSU	<u>(2)</u>	01/15/2016	M	2,541	<u>(1)</u>	<u>(3)</u>	Common Stock	2,541	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Castle Julie G ONE SOUTH MAIN STREET, 15TH FLOOR SALT LAKE CITY, UT 84133-1109			Executive Vice President	

Signatures

/s/Thomas E. Laursen as Attorney
in Fact 01/28/2016

**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) Grant has a graded vesting schedule. Date exercisable will vary for each vesting tranche.

(2) Vested restricted stock units settled for shares of the Company's common stock.

(3) N/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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