

Customers Bancorp, Inc.
Form 4
February 03, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
SIDHU JAY S

(Last) (First) (Middle)
1015 PENN AVENUE, SUITE 103

(Street)

WYOMISSING, PA 19610

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Customers Bancorp, Inc. [CUBI]

3. Date of Earliest Transaction
(Month/Day/Year)
02/02/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman & CEO

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 Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction 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 Indirect Beneficial Ownership (Instr. 4) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 02/02/2015 | | P | 24,340 | A 20.5201 \$ (3) | 324,470 | D |
| Restricted Stock Units (Common Stock) | | | | | 58,531 | | D |
| Restricted Stock Units (Class B Non-Voting Common) | | | | | 211,640 | | D |

Edgar Filing: Customers Bancorp, Inc. - Form 4

Stock)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Options (right to buy) | \$ 16.75 | | | | | 05/21/2018 | 05/21/2023 | Common Stock | 617,910 |
| Warrants | \$ 10.5 | | | | | 06/30/2009 | 06/30/2016 | Common Stock | 195,596 |
| Warrants | \$ 10.5 | | | | | 09/30/2009 | 09/30/2016 | Common Stock | 21,891 |
| Warrants | \$ 10.5 | | | | | 11/13/2009 | 11/13/2016 | Common Stock | 60,632 |
| Employee Stock Options (right to buy) | \$ 9.75 | | | | | 04/06/2015 | 04/06/2020 | Common Stock | 448,754 |
| Employee Stock Options (right to buy) | \$ 10.5 | | | | | 07/14/2015 | 07/14/2020 | Common Stock | 11,667 |
| Employee Stock Options | \$ 12 | | | | | 12/28/2015 | 12/28/2020 | Common Stock | 74,422 |

(right to
buy)Employee
StockOptions \$ 12
(right to
buy)

01/31/2016 01/31/2021

Common
Stock

76,459

Employee
StockOptions \$ 12
(right to
buy)

02/28/2016 02/28/2021

Common
Stock

33,517

Employee
StockOptions \$ 12
(right to
buy)

03/07/2016 03/07/2021

Common
Stock

26,831

Employee
StockOptions \$ 13.2
(right to
buy)

09/17/2016 09/17/2021

Class B
Non-Voting
Common
Stock

62,399

Employee
StockOptions \$ 13.2
(right to
buy)

09/30/2016 09/30/2021

Class B
Non-Voting
Common
Stock

98,485

Employee
StockOptions \$ 14
(right to
buy)

09/20/2017 09/20/2022

Common
Stock

711,182

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SIDHU JAY S 1015 PENN AVENUE, SUITE 103 WYOMISSING, PA 19610 | X | | Chairman & CEO | |

Signatures

/s/Jay S. Sidhu by Glenn A. Yeager under Power of
Attorney

02/03/2015

**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).

Under the terms of the Customers Bancorp, Inc. 2010 Stock Option Plan, these Stock Options will vest and become exercisable on the fifth anniversary of date of grant, subject to a 50% increase in the trading price of the company's voting common stock on the NASDAQ Global Select Market (or other national stock market or securities quotation system).

Under the terms of the Customers Bancorp, Inc. 2010 Stock Option Plan, these Stock Options will vest and become exercisable on the fifth anniversary of date of grant, subject to a 50% increase in the Fully Diluted Tangible Book Value (as defined and determined in accordance with the 2010 Stock Option Plan) of the company.

The price reported in Column 4 is a weighted average price. These shares were purchased in multiple transactions at prices ranging from \$20.48 to \$20.53, inclusive. The reporting person undertakes to provide to Customers Bancorp, Inc., any security holder of Customers Bancorp, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3) of this Form 4.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.