

Ellert Kent S  
Form 4/A  
August 24, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Ellert Kent S

2. Issuer Name and Ticker or Trading Symbol  
FCB FINANCIAL HOLDINGS, INC. [FCB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
08/22/2017

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

C/O FCB FINANCIAL HOLDINGS, INC., 2500 WESTON ROAD, SUITE 300

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)  
08/22/2017

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

WESTON, FL 33331

(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. 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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Class A Common Stock, par value \$.001 per share	08/22/2017		M		12,216	A	\$ 19.75
Class A Common Stock, par value	08/22/2017		S <sup>(1)</sup>		12,216	D	\$ 43.2374
							<sup>(2)</sup>

\$.001 per share

Class A Common Stock, par value \$.001 per share

08/23/2017 M 5,621 A \$ 19.75 145,487 D

Class A Common Stock, par value \$.001 per share

08/23/2017 S<sup>(1)</sup> 5,621 D \$ 43.3844 139,866 D  
(3) (5)

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)	8. Amount or Number of Shares
Option to Purchase	\$ 19.75	08/22/2017		M	12,216	<sup>(4)</sup> 12/23/2023	Class A Common Stock	12,216
Option to Purchase	\$ 19.75	08/23/2017		M	5,621	<sup>(4)</sup> 12/23/2023	Class A Common Stock	5,621

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other  
X President & CEO

Ellert Kent S  
C/O FCB FINANCIAL HOLDINGS, INC.  
2500 WESTON ROAD, SUITE 300  
WESTON, FL 33331

## Signatures

/s/ Douglas Bates, as Attorney-in-Fact for Kent  
Ellert

08/24/2017

\_\_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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 13, 2017.  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43.05 to \$43.45, inclusive. The reporting person undertakes to provide to FCB Financial Holdings, Inc. (the "Issuer"), any security holder of the Issuer, 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 this footnote (2) to this Form 4.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$43 to \$43.60, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer, 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 this footnote (3) to this Form 4.
- (3) These options vested immediately upon issuance on December 23, 2013, and became exercisable in equal installments 6, 18 and 30 months following the initial public offering.
- (4) The original Form 4 inadvertently omitted the price for the shares sold.
- (5) The original Form 4 inadvertently omitted the price for the shares sold.

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.