

FCB FINANCIAL HOLDINGS, INC.  
 Form 3  
 July 31, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * Lieberman Les J (Last) (First) (Middle)  2500 WESTON ROAD, SUITE 300 (Street)  WESTON, FL 33331 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 07/31/2014	3. Issuer Name and Ticker or Trading Symbol FCB FINANCIAL HOLDINGS, INC. [FCB]	4. Relationship of Reporting Person(s) to Issuer  (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive Vice Chairman	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	274,453	D	
Common Stock	89,079	I	By grantor retained annuity trust <sup>(1)</sup>
Common Stock	1,995	I	By Bond Street Management, LLC <sup>(2)</sup>
Common Stock	106,952	I	By Bond Street Investors LLC <sup>(3)</sup>

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

SEC 1473 (7-02)

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

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Common Stock Warrants (right to buy)	Â (4)	11/12/2019	Class A Common Stock	443,130	\$ (3)	D	Â
Common Stock Warrants (right to buy)	Â (4)	11/12/2019	Class A Common Stock	147,708	\$ (3)	I	By The Descendant's Trust f/b/o Grace Dora Lieberman
Common Stock Warrants (right to buy)	Â (4)	11/12/2019	Class A Common Stock	147,708	\$ (3)	I	By The Descendant's Trust f/b/o Samuel Aaron Lieberman
Common Stock Warrants (right to buy)	Â (4)	11/12/2019	Class A Common Stock	147,708	\$ (3)	I	By The Descendant's Trust f/b/o Cara Tillie Lieberman
Option to Purchase	01/25/2013	12/09/2019	Class A Common Stock	127,510	\$ 20	D	Â
Option to Purchase	01/25/2013	03/29/2020	Class A Common Stock	24,023	\$ 20	D	Â
Option to Purchase	01/25/2013	01/10/2021	Class A Common Stock	95,134	\$ 21	D	Â
Option to Purchase	Â (5)	12/23/2023	Class A Common Stock	450,000	\$ 19.75	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lieberman Les J 2500 WESTON ROAD SUITE 300 WESTON, FL 33331	Â X	Â	Â Executive Vice Chairman	Â

## Signatures

/s/ Les J.  
Lieberman

07/31/2014

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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) This includes shares contributed by Mr. Lieberman to a grantor retained annuity trust for the benefit of himself and his three adult children. As Mr. Lieberman is not the trustee of the grantor retained annuity trust, Mr. Lieberman disclaims beneficial ownership of the securities held by such grantor retained annuity trust.

(2) This includes 1,995 shares of Class A Common Stock beneficially owned by Mr. Lieberman through Bond Street Management, LLC. Bond Street Management, LLC is the managing member of Bond Street Investors LLC, and as such has the power to vote, or to direct the voting, of the shares of the Company held by Bond Street Investors LLC. Mr. Lieberman is one of the managers of Bond Street Management, LLC, and as such may be deemed to directly or indirectly control the vote and disposition of shares of Class A Common Stock held by Bond Street Investors LLC.

(3) This includes 106,952 shares of Class A Common Stock which he may be deemed to beneficially own by reason of ownership of limited liability company interests in Bond Street Investors LLC. Bond Street Investors, LLC is a Delaware limited liability company and a shareholder of the Company and in which certain of our directors and officers, among others, have an interest.

(4) Exercisable in three substantially equal portions on each of the 6-month, 18-month and 30-month anniversaries of the consummation of the initial public offering. The exercise price at the 6-month anniversary of the consummation of the initial public offering is \$24.24, the exercise price at the 18-month anniversary of the consummation of the initial public offering is \$26.18 and the exercise price at the 30-month anniversary of the consummation of the initial public offering is \$28.28.

(5) These options vested immediately upon issuance on December 23, 2013, however none of such options are exercisable until the earlier to occur of a change in control transaction or an initial public offering. In the event of an initial public offering, the options become exercisable in equal installments 6, 18 and 30 months following such offering.

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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