

SIDHU JAY S

Form 4

December 29, 2017

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

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(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)

12/20/2017

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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	12/27/2017		M		293,629	A	\$ 8.86	1,142,148 ⁽²⁾ ₍₄₎	D
Common Stock	12/27/2017		M		12,834	A	\$ 8.55	1,154,982 ⁽²⁾ ₍₄₎	D
Common Stock	12/27/2017		M		81,864	A	\$ 10.91	1,236,846 ⁽²⁾ ₍₄₎	D
Common Stock	12/27/2017		M		84,105	A	\$ 10.91	1,320,951 ⁽²⁾ ₍₄₎	D
Common Stock	12/27/2017		M		36,869	A	\$ 10.91	1,357,820 ⁽²⁾ ₍₄₎	D

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Common Stock	12/27/2017	M	29,514	A	\$ 10.91	1,387,334 ⁽²⁾ ₍₄₎	D
Common Stock	12/27/2017	M	782,300	A	\$ 12.73	2,169,634 ⁽²⁾ ₍₄₎	D
Common Stock	12/27/2017	M	68,639	A	\$ 12	2,238,273 ⁽²⁾ ₍₄₎	D
Common Stock	12/27/2017	M	108,334	A	\$ 12	2,346,607 ⁽²⁾ ₍₄₎	D
Common Stock	12/27/2017	F	1,006,775	D	\$ 26.34	1,339,832 ⁽²⁾ ₍₄₎	D
Common Stock	12/28/2017	F ⁽¹⁾	17,604	D	\$ 26.37	1,322,228 ⁽³⁾ ₍₄₎	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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Employee Stock Option (right to buy)	\$ 26.65	12/20/2017		A	500,000	12/20/2022 12/20/2027	Common Stock
Employee Stock Option (right to buy)	\$ 8.86	12/27/2017		M	293,629	04/06/2015 04/06/2020	Common Stock
Employee Stock Option (right to buy)	\$ 8.55	12/27/2017		M	12,834	07/14/2015 07/14/2020	Common Stock
	\$ 10.91	12/27/2017		M	81,864	12/28/2015 12/28/2020	

Employee Stock Option (right to buy)									Common Stock
Employee Stock Option (right to buy)	\$ 10.91	12/27/2017	M	84,105	01/31/2016	01/31/2021			Common Stock
Employee Stock Option (right to buy)	\$ 10.91	12/27/2017	M	36,869	02/28/2016	02/28/2021			Common Stock
Employee Stock Option (right to buy)	\$ 10.91	12/27/2017	M	29,514	03/07/2016	03/07/2021			Common Stock
Employee Stock Option (right to buy)	\$ 12.73	12/27/2017	M	782,300	09/20/2017	09/20/2022			Common Stock
Employee Stock Option (right to buy)	\$ 12	12/27/2017	M	68,639	09/17/2016	09/17/2021			Common Stock
Employee Stock Option (right to buy)	\$ 12	12/27/2017	M	108,334	09/30/2016	09/30/2021			Common Stock

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 Natalya Spadafora under Power of
Attorney

12/29/2017

__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) Shares withheld for taxes upon vesting of previously issued restricted stock award.
- (2) Includes 238,227 Restricted Stock Units.
- (3) Includes 200,033 Restricted Stock Units.
- (4) Includes 2,834 shares acquired pursuant to Customers Bancorp, Inc.'s Employee Stock Purchase Plan.

Under the terms of the Customers Bancorp, Inc. 2010 Stock Option Plan, these Stock Options will vest and become exercisable on the

- (5) fifth anniversary of date of grant, provided the trading price of the company's voting common stock is above \$40 for ten days prior to exercise. These Stock Options will also vest upon a change of control of the company.

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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