SHANKS VIRGINIA E

Form 4

August 31, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

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

See Instruction

1(b).

Common

Common

Stock

Stock

08/31/2018

08/31/2018

(Print or Type Responses)

1. Name and A SHANKS V	*	_	2. Issuer Name and Ticker or Trading Symbol Pinnacle Entertainment, Inc. [PNK]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
C/O PINNACLE ENTERTAINMENT, INC., 3980 HOWARD HUGHES PARKWAY			(Month/Day/Year) 08/31/2018	Director 10% Owner X Officer (give title Other (specify below) EVP and Chief Admin. Officer			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
LAS VEGAS, NV 89169			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)					

(City)	(State)	Table	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securition(A) or Dis (Instr. 3, 4	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	08/31/2018		Code V M	Amount 42,000	(D) A	Price \$ 2.86	(Instr. 3 and 4) 255,296	D	
Common Stock	08/31/2018		M	29,268	A	\$ 6.19	284,564	D	
Common Stock	08/31/2018		M	30,770	A	\$ 6.97	315,334	D	

26,010 A

50,000 A

M

M

341,344

391,344

D

D

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Common Stock	port on a separate line for each class of secu	rities bene	eficially owr	ned din	rectly or ir	242,787 adirectly.	I	Family Trust
Common Stock	08/31/2018	F	94,237	D	\$ 34.27	297,107	D	By Shanks

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactio Code (Instr. 8)	5. Number of orDerivative 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
Stock Options (Right to Buy)	\$ 2.86	08/31/2018		M	42,000	<u>(1)</u>	05/22/2019	Common Stock	42,000
Stock Options (Right to Buy)	\$ 6.19	08/31/2018		M	29,268	<u>(2)</u>	05/21/2020	Common Stock	29,268
Stock Options (Right to Buy)	\$ 6.97	08/31/2018		M	30,770	(3)	05/20/2021	Common Stock	30,770
Stock Options (Right to Buy)	\$ 10.55	08/31/2018		M	26,010	<u>(4)</u>	10/05/2022	Common Stock	26,010
Stock Options (Right to Buy)	\$ 11.51	08/31/2018		M	50,000	(5)	04/28/2023	Common Stock	50,000

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

SHANKS VIRGINIA E C/O PINNACLE ENTERTAINMENT, INC. 3980 HOWARD HUGHES PARKWAY LAS VEGAS, NV 89169

EVP and Chief Admin. Officer

Signatures

/s/ Elliot D. Hoops, Attorney-In-Fact for Virginia E. Shanks

08/31/2018

**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 stock options vested in four annual installments on May 22, 2013, 2014, 2015 and 2016.
- (2) The stock options vested in four annual installments on May 21, 2014, 2015, 2016 and 2017.
- (3) The stock options vested in four annual installments on May 20, 2015, 2016, 2017 and 2018.
- (4) The stock options vest in four annual installments on October 5, 2016, 2017, 2018 and 2019.
- (5) The stock options vest in four annual installments on April 28, 2017, 2018, 2019 and 2020.

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