

POHLAD JAMES O  
Form 4  
July 02, 2008

**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 \*  
POHLAD JAMES O

2. Issuer Name and Ticker or Trading Symbol  
First California Financial Group, Inc.  
[FCAL]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
  
60 SOUTH SIXTH STREET, SUITE 3800  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
07/01/2008

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  
 10% Owner  
\_\_\_\_ Other (specify below)

MINNEAPOLIS, MN 55402

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

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

(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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock <u>(1)</u> <u>(2)</u> <u>(3)</u>	07/01/2008		P	27,564	A \$ 24.76	931,942 <u>(4)</u>	D
Common Stock <u>(1)</u> <u>(2)</u> <u>(3)</u>	07/01/2008		P	1,875	A \$ 24.76	933,817	D

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

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SEC 1474  
(9-02)

number.

**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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POHLAD JAMES O 60 SOUTH SIXTH STREET SUITE 3800 MINNEAPOLIS, MN 55402		X		

## Signatures

/s/ Jay L. Kim, Attorney-in-Fact for James O. Pohlada  
Date: 07/02/2008

\*\*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 reporting person is a party to a Securities Purchase and Option Agreement dated December 19, 2005 by and among Scott A. Montgomery, James O. Pohlada, Robert C. Pohlada and William M. Pohlada ("Montgomery Agreement") by which the reporting person is required to purchase certain shares of common stock as more fully described therein. A copy of the Montgomery Agreement can be found as an exhibit to the reporting person's Schedule 13D, as amended. This is the last transaction required by this agreement.

(2) The reporting person is a party to a Securities Purchase and Option Agreement dated December 15, 2006 by and among David Brown, James O. Pohlada, Robert C. Pohlada and William M. Pohlada ("Brown Agreement") by which the reporting person is required to purchase certain shares of common stock as more fully described therein. A copy of the Brown Agreement can be found as an exhibit to the reporting person's Schedule 13D, as amended. This is the last transaction required by this agreement.

(3) The reporting person is a party to a Securities Purchase Agreement dated June 20, 2007 by and among Robert Bartlett, James O. Pohlada, Robert C. Pohlada and William M. Pohlada ("Bartlett Agreement") by which the reporting person is required to purchase certain shares of common stock as more fully described therein. A copy of the Bartlett Agreement can be found as an exhibit to the reporting person's Schedule 13D, as amended.

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(4) 176 shares held by W. Douglas Hile pursuant to a Director's Qualifying Share Agreement.

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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