

POPULAR INC  
Form 8-K  
October 20, 2017

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

**Form 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): October 20, 2017**

**POPULAR, INC.**

**(Exact name of registrant as specified in its charter)**

**Puerto Rico**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**001-34084**  
**(Commission File Number)**

**66-0667416**  
**(IRS Employer Identification**  
**Number)**

**209 Muñoz Rivera Avenue**

**00918**

**Hato Rey, Puerto Rico**  
**(Address of principal executive offices)**

**(787) 765-9800**

**(Zip code)**

**(Registrant's telephone number, including area code)**

**NOT APPLICABLE**

**(Former name, former address and former fiscal year, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

Written communication pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communication pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communication pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))  
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On October 20, 2017, Popular, Inc. (the Corporation ) amended Section 3.1 of its Restated By-laws. The amendment provides that the Board may designate a Chairman as Executive Chairman , who will be an executive officer of the Corporation and will have such powers and perform such other duties as the Board may prescribe or as may be prescribed in the By-laws.

The Restated By-laws, as amended, are included as Exhibit 3.1 to this Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit 3.1 Restated By-Laws as of October 20, 2017

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**POPULAR, INC.**

(Registrant)

Date: October 20, 2017

By: **/s/ Javier D. Ferrer**  
Javier D. Ferrer  
Executive Vice President, General Counsel and  
Secretary