

CHINEA MANUEL

Form 5

February 14, 2018

FORM 5**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).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB
Number: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
CHINEA MANUEL

(Last) (First) (Middle)

P O BOX 362708

(Street)

SAN JUAN, PR 00936-2708

2. Issuer Name and Ticker or Trading
Symbol
POPULAR INC [BPOP]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20174. 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)

Executive Vice President

6. Individual or Joint/Group Reporting

(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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock Par Value \$0.01 per share	12/31/2017	Â	J ⁽¹⁾	194.302 A \$ 0	15,407.794	D	Â
Common Stock Par Value \$0.01 per share	12/31/2017	Â	J ⁽²⁾	87.03 A \$ 0	15,494.824	D	Â

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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 Amount of Underlying Securities (Instr. 3 and 4)	8. Title and Amount of Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Phantom Stock	Â	12/31/2017	Â	J ⁽⁴⁾	53.248 Â	Â ⁽⁵⁾ Â ⁽⁵⁾	Common Stock Par Value \$0.01 per share	53.248

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
CHINEA MANUEL P O BOX 362708 SAN JUAN,Â PRÂ 00936-2708	Â Â Â Executive Vice President Â

Signatures

Marie Reyes-Rodriguez,
Attorney-in-fact 02/14/2018

__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) Shares acquired pursuant to reinvestment of dividends paid by the Corporation and which are exempt under Section 16 of the Securities Exchange Act.
- (2) Acquired under Popular, Inc. USA 401(K) Savings and Investment Plan in exempt transactions pursuant to Rule 16 during calendar year 2017.
- (3) Each share of phantom stock is the economic equivalent of one share of the Corporation's common stock.
- (4) Shares acquired under the Popular North America Deferral Plan pursuant to reinvestment of dividends paid by the Corporation and which are exempt under Section 16 of the Securities Exchange Act.
- (5) Shares of phantom stock are payable following the termination of the reporting person's employment with the Corporation. The reporting person may transfer his phantom stock account into an alternative investment account at any time.

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