

ZIONS BANCORPORATION /UT/
Form 4
March 31, 2016

FORM 4

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

OMB APPROVAL

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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 *
HEMINGWAY W DAVID

2. Issuer Name and Ticker or Trading Symbol
ZIONS BANCORPORATION /UT/
[ZION]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

ONE SOUTH MAIN STREET,
15TH FLOOR

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/24/2013

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Exec. Vice President

SALT LAKE CITY, UT 84133-1109

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----|-------|
| | | | | (A) or (D) | Code | V | Amount | (D) | Price |

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

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number of Derivative | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Securities |
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|
|------------------------|---------------|--------------------------------------|-------------------------------|----------------|-------------------------|---|--|

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| Security (Instr. 3) | or Exercise Price of Derivative Security | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | (Month/Day/Year) | | (Instr. 3 and 4) | | | |
|--------------------------------------|---|-------------------------|--------------------|--|--------|------------------|-----|---------------------|--------------------|-----------------|------------------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Share |
| Stock Option (right to buy) | \$ 27.49 | 05/24/2013 | A | | 10,875 | | | <u>(1)</u> | 12/31/2018 | Common Stock | 10,875 |
| Stock Option (right to buy) | \$ 27.49 | 05/24/2013 | A | | 12 | | | <u>(1)</u> | 12/31/2018 | Common Stock | 12 |
| Stock Option (right to buy) | \$ 27.49 | 05/24/2013 | A | | 12 | | | <u>(1)</u> | 12/31/2018 | Common Stock | 12 |
| Stock Option (right to buy) | \$ 27.49 | 05/24/2013 | D | | | 3,387 | | <u>(1)</u> | 12/31/2018 | Common Stock | 3,387 |
| Stock Option (right to buy) | \$ 27.49 | 05/24/2013 | D | | | 12 | | <u>(1)</u> | 12/31/2018 | Common Stock | 12 |
| Stock Option (right to buy) | \$ 27.49 | 05/24/2013 | D | | | 12 | | <u>(1)</u> | 12/31/2018 | Common Stock | 12 |
| Stock Option (right to buy) | \$ 27.49 | 05/24/2013 | D | | | 3,625 | | <u>(1)</u> | 12/31/2018 | Common Stock | 3,625 |
| Stock Option (right to buy) | \$ 27.49 | 05/24/2013 | D | | | 3,625 | | <u>(1)</u> | 12/31/2018 | Common Stock | 3,625 |
| Stock Option (right to buy) | \$ 27.49 | 05/24/2013 | D | | | 3,625 | | <u>(1)</u> | 12/31/2018 | Common Stock | 3,625 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| HEMINGWAY W DAVID ONE SOUTH MAIN STREET, 15TH FLOOR SALT LAKE CITY, UT 84133-1109 | | | Exec. Vice President | |

Signatures

By Thomas E. Laursen as attorney
in fact

03/31/2016

__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) Grant has a graded vesting schedule. Date exercisable will vary for each vesting tranche.

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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