Edgar Filing: Knight Cheryl - Form 4

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Form 4 March 04, 200										
FORM	Л									PPROVAL
	UNITED	STATES		ITIES AI hington,]			NGE (COMMISSION	OMB Number:	3235-0287
Check this if no longe subject to Section 16 Form 4 or		CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES					Expires: January 31 2005 Estimated average burden hours per response 0.5			
Form 5 obligation: may contin <i>See</i> Instruct 1(b).	s Section 17(a	a) of the l		lity Hold	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40	n	
(Print or Type Ro	esponses)									
1. Name and Ad Knight Chery	2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer				
			First Cal [FCAL]	ifornia Fi	nancial (Grou	p, Inc.	(Chec	ck all applicable	e)
(Last) 3027 TOWN 300	(First) (M	fiddle) SUITE	3. Date of (Month/Da 02/25/20	-	nsaction			Director X Officer (give below) EVP & Cl		Owner er (specify Bank
				ndment, Date Original th/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 		
WESTLAKE	E VILLAGE, CA	91361						Form filed by M Person	More than One Re	eporting
(City)	(State)	(Zip)	Table	I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Data (Month/Day/Year)	Executio any	med on Date, if Day/Year)		Disposed (Instr. 3,	(A) of (D d of (D d and (A) or	9) 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)
Common Stock	02/25/2009			Code V A	Amount 4,145 (1)	(D) A	Price \$ 0	4,145	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	7. Title and Underlying (Instr. 3 and	Securities	8 I S ()
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 4.93	02/25/2009		А	11,105	(2)	02/25/2017	Common Stock	11,105	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Knight Cheryl 3027 TOWNSGATE ROAD, SUITE 300 WESTLAKE VILLAGE, CA 91361			EVP & CRO, First Calif. Bank				

Signatures

/s/ Cheryl	02/27/2009
Knight	02/2//2009

<u>**</u>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) Represents restricted stock that will vest in five equal annual installments on each of February 25, 2010, 2011, 2012, 2013 and 2014.

(2) The option will vest in five equal annual installments on each of February 25, 2010, 2011, 2012, 2013 and 2014.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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