

HERITAGE OAKS BANCORP  
Form 425  
January 27, 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 January 27, 2017 (January  
event reported) 24, 2017)

PACIFIC PREMIER BANCORP, INC.  
(Exact name of registrant as specified in its charter)  
DELAWARE 0-22193 33-0743196  
(I.R.S.  
(State or other jurisdiction (Commission Employer  
of incorporation) File Number) Identification  
No.)

17901 Von Karman Avenue, Suite 1200,  
Irvine, CA 92614  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, (949) 864-8000  
including area code

Not Applicable  
(Former name or former address, 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 communications 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 communications  
pursuant to Rule 14d-2(b) under the  
Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications  
pursuant to Rule 13e-4(c) under the  
Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01 REGULATION FD DISCLOSURE

On January 24, 2017, Pacific Premier Bancorp, Inc. (the “Company”) hosted a conference call to discuss its financial results for the quarter ended December 31, 2016. A copy of the conference call transcript is attached hereto as Exhibit 99.1. An archived version of the conference call webcast is available on the Investor Relations section of the Company’s website [www.ppbi.com](http://www.ppbi.com).

Information contained herein, including Exhibit 99.1, shall not be deemed filed for the purposes of the Securities Exchange Act of 1934, nor shall such information and Exhibit be deemed incorporated by reference in any filing under the Securities Act of 1933, except as shall be expressly set forth by specific reference in such a filing. The furnishing of the transcript is not intended to constitute a representation that such furnishing is required by Regulation FD or that the transcript includes material investor information that is not otherwise publicly available.

ITEM 8.01. OTHER EVENTS

The only information contained in this Form 8-K being filed for the purposes of Rule 425 the Securities Act is the information relating solely to the proposed merger between the Company and Heritage Oaks Bancorp contained in the press release furnished herewith as Exhibit 99.1 and being filed under this Item 8.01.

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ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

99.1 Pacific  
Premier  
Bancorp,  
Inc. Fourth  
Quarter  
2016  
Conference  
Call  
Transcript

SIGNATURES

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.

PACIFIC PREMIER BANCORP, INC.

Dated: January 27, 2017 By: /s/ STEVEN R. GARDNER  
Steven R. Gardner  
Chairman, President and Chief Executive Officer