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Vizcarrondo.	Jose R										
Form 4											
May 25, 2011	l										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check this	s box	was	nington,	D.C. 205	49			Number:	January 31,		
if no longer						NEDSIIID OF	Expires:	2005			
subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP						NEKSHIP OF	Estimated average				
Section 16 Form 4 or			SECUR	ECURITIES					burden hours per		
Form 5		uant to Section 10	5(a) of the	Securitie	es Evel	hana	e Act of 1934	response	0.5		
obligation	⁸ Section $17(a)$) of the Public Ut				•		n			
may conti	nue.	30(h) of the Inv	•		. •			11			
See Instru 1(b).	cuon		•••••••••	company							
(Print or Type R	esponses)										
1 1 1 1 4	11 CD (* D	*					5 0 1 (* 1 * 6	Л. (^{с.} П.			
Vizcarrondo	ddress of Reporting P		Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
v izeariondo	Symbol	AR INC [BPOP]				100001					
		POPULA	AK INC [BPOPJ			(Chec	k all applicable	e)		
(Last)	(First) (M		· · · - ··· · - ··· · · · · · · · · · ·								
P.O.BOX 9417 (Month/D 05/23/20			-			X_ Director 10% Owner Officer (give title Other (specify					
F.O.DOA 94	05/25/20	05/23/2011				below) below)					
(Street) 4. If Ame			ndment, Date Original				6. Individual or Joint/Group Filing(Check				
		Filed(Mon	th/Day/Year)				Applicable Line)				
							X Form filed by C Form filed by M				
SAN JUAN,	PR 00908-0417						Person		porting		
(City)	(State) (Z	Zip) Table	e I - Non-D	erivative So	ecuritie	s Acq	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of	2. Transaction Date		3.			_	5. Amount of	6. Ownership	-		
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of			Securities	Form: Direct				
(Instr. 3)		any	Code (D)				Beneficially	(D) or Indirect (I)	Beneficial Ownership		
		(Month/Day/Year)	(Instr. 8) (Instr. 3, 4 and 5)			Owned					
						Following Reported	(Instr. 4)	(Instr. 4)			
					(A)		Transaction(s)				
			Code V	Amount	or (D) I	Price	(Instr. 3 and 4)				
Common					(_)						
Stock Par	05/02/2011	05/02/2011	T (1)	21.164	A d	t 0	272 (0)	D			
Value \$0.01	05/23/2011	05/23/2011	J <u>(1)</u>	21,164	AS	\$0	272,696	D			
per share											

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)

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amount of Underlying		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Vizcarrondo Jose R P.O.BOX 9417 SAN JUAN, PR 00908-0417	Х						
Signatures							
Marie Reyes Rodriguez, Attorney-in-fact		05/25/2	2011				
**Signature of Reporting Person		Dat	e				

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).
- Award of Restricted Stock pursuant to Popular, Inc.'s 2004 Omnibus Incentive Plan. The restriction of such restricted stock award lapses (1) upon the retirement of the director.

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.