SEC Form 4

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FORM 4

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).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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			of Section So(ii) of the investment Company Act of 1940			
1. Name and Addres <u>Valle Edward</u>	1 0	Person*	2. Issuer Name and Ticker or Trading Symbol <u>El Pollo Loco Holdings, Inc.</u> [LOCO]		ationship of Reporting Pe k all applicable) Director Officer (give title	erson(s) to Issuer 10% Owner Other (specify
(Last) C/O EL POLLO 3535 HARBOR			3. Date of Earliest Transaction (Month/Day/Year) 05/10/2017		below) Chief Marketir	below) ng Officer
(Street) COSTA MESA (City)	CA (State)	92626 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indir Line) X	vidual or Joint/Group Fili Form filed by One Re Form filed by More th Person	porting Person

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)			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially	(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	05/10/2017		Α		17 ,9 24 ⁽¹⁾	Α	\$13.95	23,102	D	

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. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (right to buy)	\$13.95	05/10/2017		A		29,484		(2)	05/10/2027	Common Stock	29,484	\$0.00	29,484	D	

Explanation of Responses:

1. Consists of Restricted Shares granted under the 2014 Omnibus Equity Incentive Plan, vesting in four equal installments on each of the first four anniversaries of the date of grant.

2. Granted by a nonqualified stock option agreement under the 2014 Omnibus Equity Incentive Plan, vesting and becoming exercisable in four equal installments on each of the first four anniversaries of the date of grant.

Remarks:

/s/ Edith R. Austin, as attorney- 05/12/2017

<u>in-fact</u>

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.