

POPULAR INC  
Form 8-K  
April 23, 2014

**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 event reported): April 23, 2014**

**POPULAR, INC.**

**(Exact name of registrant as specified in its charter)**

**Puerto Rico**  
**(State or other jurisdiction of**  
**incorporation or organization)**

**001-34084**  
**(Commission**  
**File Number)**

**66-0667416**  
**(IRS Employer**  
**Identification Number)**

**209 Munoz Rivera Avenue**

**Hato Rey, Puerto Rico**  
**(Address of principal executive offices)**  
**(787) 765-9800**

**00918**  
**(Zip code)**

**(Registrant's telephone number, including area code)**

**NOT APPLICABLE**

**(Former name, former address and former fiscal year, 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:

- .. 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

Popular, Inc. is furnishing information regarding its conference call to discuss its financial results for the quarter ended March 31, 2014. A copy of the presentation to be used by Popular, Inc. on the conference call is attached hereto as Exhibit 99.1.

Popular, Inc. does not intend for this Item 7.01 or Exhibit 99.1 to be treated as filed under the Securities Exchange Act of 1934, as amended, or incorporated by reference into its filings under the Securities Act of 1933, as amended.

Item 9.01. Financial Statements and Exhibits

The following exhibit shall not be deemed to be filed for purposes of the Securities Exchange Act of 1934, as amended.

Exhibit 99.1-Popular, Inc. Conference Call Presentation First Quarter 2014 Financial Results

**SIGNATURE**

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.

**POPULAR, INC.**  
(Registrant)

Date: April 23, 2013

By: **/s/ Jorge J. García**  
Jorge J. García

Senior Vice President and Corporate Comptroller

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24-Apr-13 2470.0000 9

12-Jun-13 44.9954 2

12-Sep-13 42.3759 2

13-Dec-13 41.1551 2

14-Mar-14 36.8612 2

23-Apr-14 1940.0000 9

12-Jun-14 48.6771 2

12-Sep-14 53.7837 2

12-Dec-14 50.5978 2

13-Mar-15 42.8975 2

Patrick J. Ward

24-Oct-13 1060.0000 9

13-Dec-13 7.9183 2

14-Mar-14 7.3067 2

23-Apr-14 1940.0000 9

12-Jun-14 19.9302 2

12-Sep-14 22.0211 2

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12-Dec-14 20.7191 2

13-Mar-15 17.9703 2

- (1) Open market acquisition.
- (2) Grant of dividend equivalent units.
- (3) Exercise of Non-Qualified Options.
- (4) Grant of performance-based Non-Qualified Options.
- (5) Grant of Non-Qualified Options.
- (6) Cancellation of Non-Qualified Options upon lapse.
- (7) Open market sale.
- (8) Gift of shares.
- (9) Grant of Time-Vested Restricted Stock Units.
- (10) Shares issued in settlement of Performance-Based Stock Units.
- (11) Shares withheld as payment of taxes or costs upon conversion, vesting or exercise of Deferred Units, Restricted Stock Awards or Non-Qualified Options.
- (12) Represents estimated quarterly increase (decrease) of shares held in the participant's Retirement Savings Plan.
- (13) Stock units acquired through deferral of director fees.

**Proxy Statement for 2015 Annual Meeting of Stockholders C-7**

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**5. Miscellaneous Information Concerning Participants**

Except as described in this Appendix C or in this Proxy Statement, neither any participant nor any of their respective associates or affiliates (together, the "Participant Affiliates") is either a party to any transaction or series of transactions since January 1, 2014 or has knowledge of any current proposed transaction or series of proposed transactions (i) to which the Company or any of its subsidiaries was or is to be a participant, (ii) in which the amount involved exceeds \$120,000 and (iii) in which any participant or Participant Affiliate had, or will have, a direct or indirect material interest. Furthermore, except as described in this Appendix C or in this Proxy Statement, (a) no participant or Participant Affiliate, directly or indirectly, beneficially owns any securities of the Company or any securities of any subsidiary of the Company, and (b) no participant owns any securities of the Company of record but not beneficially.

Except as described in this Appendix C or in this Proxy Statement, no participant or Participant Affiliate has entered into any agreement or understanding with any person with respect to any future employment by the Company or any of its affiliates or any future transactions to which the Company or any of its affiliates will or may be a party.

Except as described in this Appendix C or in this Proxy Statement, there are no contracts, arrangements or understandings by any participant or Participant Affiliate since January 1, 2014 with any person with respect to any securities of the Company, including, but not limited to, joint ventures, loan or option arrangements, puts or calls, guarantees against loss or guarantees of profit, division of losses or profits, or the giving or withholding of proxies.

Except as described in this Appendix C or in this Proxy Statement, and excluding any director or executive officer of the Company acting solely in that capacity, no person who is a party to an arrangement or understanding pursuant to which a nominee for election as director is proposed to be elected has any substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon at the Annual Meeting.

**C-8 Proxy Statement for 2015 Annual Meeting of Stockholders**

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