

POHLAD JAMES O

Form 4

July 02, 2008

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
POHLAD JAMES O

2. Issuer Name **and** Ticker or Trading
Symbol
First California Financial Group, Inc.
[FCAL]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
60 SOUTH SIXTH STREET, SUITE
3800

3. Date of Earliest Transaction
(Month/Day/Year)

07/01/2008

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

(Street)
MINNEAPOLIS, MN 55402

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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)	3. Transaction Code (Instr. 8)	4. Securities Acquired or Disposed of (D) (Instr. 3, 4 and 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 <u>(1)</u> <u>(2)</u> <u>(3)</u>	07/01/2008		P	27,564 A	\$ 24.76 931,942 <u>(4)</u>	D	
Common Stock <u>(1)</u> <u>(2)</u> <u>(3)</u>	07/01/2008		P	1,875 A	\$ 24.76 933,817	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
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SEC 1474
(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
POHLAD JAMES O 60 SOUTH SIXTH STREET SUITE 3800 MINNEAPOLIS, MN 55402	X

Signatures

/s/ Jay L. Kim, Attorney-in-Fact for James O.
Pohlad 07/02/2008

**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) The reporting person is a party to a Securities Purchase and Option Agreement dated December 19, 2005 by and among Scott A. Montgomery, James O. Pohlad, Robert C. Pohlad and William M. Pohlad ("Montgomery Agreement") by which the reporting person is required to purchase certain shares of common stock as more fully described therein. A copy of the Montgomery Agreement can be found as an exhibit to the reporting person's Schedule 13D, as amended. This is the last transaction required by this agreement.
- (2) The reporting person is a party to a Securities Purchase and Option Agreement dated December 15, 2006 by and among David Brown, James O. Pohlad, Robert C. Pohlad and William M. Pohlad ("Brown Agreement") by which the reporting person is required to purchase certain shares of common stock as more fully described therein. A copy of the Brown Agreement can be found as an exhibit to the reporting person's Schedule 13D, as amended. This is the last transaction required by this agreement.
- (3) The reporting person is a party to a Securities Purchase Agreement dated June 20, 2007 by and among Robert Bartlett, James O. Pohlad, Robert C. Pohlad and William M. Pohlad ("Bartlett Agreement") by which the reporting person is required to purchase certain shares of common stock as more fully described therein. A copy of the Bartlett Agreement can be found as an exhibit to the reporting person's Schedule 13D, as amended.

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(4) 176 shares held by W. Douglas Hile pursuant to a Director's Qualifying Share Agreement.

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

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