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POPULAR Form 4 March 21, 2 FORM Check th if no lon subject to Section 5 Form 4 c Form 5 obligation may con See Instr 1(b).	017 A UNITED us box ger o STATEM 5 5 5 5 5 5 5 5 5 5 5 5 5	IENT O suant to s	Was F CHAN Section 1 Public Ut	Shington, GES IN SECUR 6(a) of the	D.C. 20 BENEF ITIES e Securit ling Cor	549 ICIA ties E	LOW Exchang y Act of	COMMISSION NERSHIP OF e Act of 1934, E 1935 or Section 0	OMB Number: Expires: Estimated a burden hou response	irs per	
1. Name and Address of Reporting Person 2. Issuer				Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
GUERRERO JUAN			Symbol POPULAR INC [BPOP]					(Check all applicable)			
(Last) (First) (Middle) 3. Date of (Month/D			Earliest Transaction				Director 10% Owner				
P. O. BOX 362708 03/17/20				-				X_Officer (give titleOther (specify below) below) Executive Vice President			
Filed(Mon				ndment, Date Original hth/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 			
(City)	(Citr) Person (State) (Titr)										
1.Title of	`			e I - Non-D 3.	4. Securi		_	uired, Disposed of 5. Amount of	6. Ownership	-	
Security (Instr. 3)		Transaction Date 2A. Deemed onth/Day/Year) Execution Date, if any (Month/Day/Year)			on(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)		
Common				Code V	Amount	(D)	Price	(IIISU: 5 and 4)			
Stock Par Value \$0.01 per share	03/17/2017			F	417	D	\$ 45.06 (1)	42,643.985	D		
Common Stock Par Value \$0.01 per share	03/17/2017			F	369	D	\$ 44.68 (2)	42,274.985	D		
Common Stock Par								10	Ι	by wife	

Value \$0.01 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)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Under Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo 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
GUERRERO JUAN P. O. BOX 362708 SAN JUAN, PR 00936-2708			Executive Vice President	
Signatures				
Marie Reyes-Rodriguez, Attorney-in-fact				
<u>**</u> Signature of Reporting Person		Date	2	

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) Based on the closing price of the common stock on January 27, 2017, the vesting date.

(2) Based on the closing price of the common stock on February 27, 2017, the vesting date.

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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