

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name Pacific Premier Bancorp, Inc.			2 Issuer's employer identification number (EIN) 33-0743196		
3 Name of contact for additional information Bryon Layes	4 Telephone No. of contact (949) 526-7076	5 Email address of contact blayes@ppbi.com			
6 Number and street (or P.O. box if mail is not delivered to street address) of contact 17901 Von Karman Ave. Suite 1200			7 City, town, or post office, state, and ZIP code of contact Irvine, CA 92614		
8 Date of action 7/1/2018		9 Classification and description See Statement 1			
10 CUSIP number See Statement 1	11 Serial number(s) N/A	12 Ticker symbol See Statement 1	13 Account number(s) N/A		

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ One July 1, 2018, Pacific Premier Bancorp, Inc. ("PPBI") completed a merger with Grandpoint Capital Inc ("Grandpoint"). Pursuant to the terms of the merger agreement, each share of Grandpoint common stock was converted into a right to receive 0.4750 shares of PPBI common stock. No fractional shares were issued in the merger, rather PPBI paid cash in lieu of fractional shares. PPBI is the surviving corporation, and Grandpoint ceased to exist as a corporation. Concurrently, Grandpoint Bank merged with and into Pacific Premier Bank ("PPB"), with PPB surviving the merger pursuant to the Bank Merger Agreement.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ Pursuant to the merger agreement, each share of Grandpoint common stock was converted into a right to receive 0.4750 shares of PPBI common stock. No fractional shares were issued in the merger, rather PPBI paid cash in lieu of fractional shares. The aggregate tax basis of PPBI common stock received by Grandpoint shareholders as a result of the merger will be the same as of the aggregate tax basis in the Grandpoint shares surrendered in exchange, as further described in line 16.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ For federal income tax purposes, the aggregate tax basis of PPBI common stock received by Grandpoint common shareholders as a result of the merger will be the same as the aggregate tax basis of Grandpoint shares surrendered in exchange. To the extent that a former Grandpoint shareholder received cash in lieu of a fractional share, a portion of the tax basis must be allocated to the fractional share and such fractional share will be deemed to be received and then exchanged for cash.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ►
The merger with Grandpoint into PPBI on July 1, 2018 qualifies as a reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended. In general, the income tax consequences of the former Grandpoint shareholders are determined under the Internal Revenue Code Sections 354, 356, 358, 1001 and 1221.

18 Can any resulting loss be recognized? ► Former Grandpoint shareholders generally will not recognize gain or loss for US federal income tax purpose by reason of the merger pursuant to Internal Revenue Code Section 358(a)(1), though gain or loss can result with respect to the cash received in lieu of a fractional share of PPBI common stock. If a former Grandpoint shareholder receives cash in lieu of a fractional share of PPBI common stock, the former Grandpoint shareholder will be treated as having received a fractional share of PPBI common stock pursuant to the merger and then as having sold the fractional share of PPBI common stock for cash. As a result, the former Grandpoint shareholder will recognize gain or loss equal to the difference between the amount of cash received and the former Grandpoint shareholder's tax basis in the fractional share of PPBI, pursuant to Internal Revenue Code Section 1001(a).

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ►
The merger became effective on July 1, 2018. Any gain or loss recognized with respect to the merger should be reported by Grandpoint shareholders in the tax year which includes July 1, 2018 (e.g. calendar year shareholder would report the transaction on his or her federal income tax return filed for the 2018 calendar year).

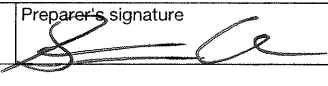
The information contained on this form does not constitute tax advice. Former Grandpoint Bancorp shareholders are urged to consult with their own tax advisors with respect to their individual tax consequences of the merger.

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature ► _____ Date ► _____

Print your name ► _____ Title ► _____

Paid Preparer Use Only	Print/Type preparer's name Stephanie Chen	Preparer's signature 	Date 8/14/18	Check <input type="checkbox"/> if self-employed	PTIN P01485434
	Firm's name ► Moffett & Associates			Firm's EIN ► 81-4577171	
	Firm's address ► 1960 E. Grand Ave, Suite 280, El Segundo, CA 90245			Phone no. 310-820-1025	

Pacific Premier Bancorp, Inc.
FEIN: 33-0743196
Attachment to and Made Part of Form 8937

PART I: Reporting Issuer

Box 9 *Classification and description:*

Cash and common stock of Pacific Premier Bancorp, Inc. ("PPBI") exchanged for common stock of Grandpoint Capital Inc. ("Grandpoint")

Box 10 *CUSIP number* and Box 12 *Ticker symbol:*

Pacific Premier Bancorp, Inc.

CUSIP number: 69478X105

Ticker symbol: PPBI

Grandpoint Capital, Inc.

CUSIP number: 386619100

Ticker symbol: GPNC