

Colon Jorge
Form 4
June 29, 2018

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Colon Jorge

2. Issuer Name and Ticker or Trading Symbol
OFG BANCORP [OFG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/27/2018

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

PO BOX 195115

(Street)

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

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

SAN JUAN, PR 00919-5115

(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 (A) 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 06/27/2018 | | P | | 10,000 A \$ 14.3 | 40,117 | D |
| Common Stock | 06/28/2018 | | P | | 20,000 A \$ 14.1425 | 20,000 | I Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | | 4,400 A \$ 14.1489 | 24,400 | I Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | | 300 A \$ 14.2 | 24,700 | I Wendco of Puerto Rico, Inc. |

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| | | | | | | | | | |
|--------------|------------|--|---|--------|---|------------|--------|---|-----------------------------|
| Common Stock | 06/28/2018 | | P | 1,280 | A | \$ 14.248 | 25,980 | I | Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | 10,000 | A | \$ 14.25 | 35,980 | I | Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | 5,000 | A | \$ 14.2825 | 40,980 | I | Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | 14,020 | A | \$ 14.2959 | 55,000 | I | Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | 1,036 | A | \$ 14.3 | 56,036 | I | Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | 3,376 | A | \$ 14.4 | 59,412 | I | Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | 5,588 | A | \$ 14.45 | 65,000 | I | Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | 4,200 | A | \$ 14.4626 | 69,200 | I | Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | 70 | A | \$ 14.475 | 69,270 | I | Wendco of Puerto Rico, Inc. |
| Common Stock | 06/28/2018 | | P | 600 | A | \$ 14.5 | 69,870 | I | Wendco of Puerto Rico, Inc. |

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

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(9-02)

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 | 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 |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|-------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|-------|

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Disposed
of (D)
(Instr. 3,
4, and 5)

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 |
| Colon Jorge PO BOX 195115 SAN JUAN, PR 00919-5115 | | X | | |

Signatures

| | |
|------------------------------------|------------|
| /s/ Jorge Colon | 06/29/2018 |
| **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).

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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