



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

April 4, 2025

Jordan E. Hamburger
Sheppard, Mullin, Richter & Hampton LLP

Re: Hope Bancorp, Inc. (the "Company")
Incoming letter dated February 7, 2025

Dear Jordan E. Hamburger:

This letter is in response to your correspondence concerning the shareholder proposal (the "Proposal") submitted to the Company by Chris Mueller for inclusion in the Company's proxy materials for its upcoming annual meeting of security holders.

There appears to be some basis for your view that the Company may exclude the Proposal under Rule 14a-8(e)(2) because the Company received it after the deadline for submitting proposals. Accordingly, we will not recommend enforcement action to the Commission if the Company omits the Proposal from its proxy materials in reliance on Rule 14a-8(e)(2).

Copies of all of the correspondence on which this response is based will be made available on our website at <https://www.sec.gov/corpfin/2024-2025-shareholder-proposals-no-action>.

Sincerely,

Rule 14a-8 Review Team

cc: Chris Mueller

February 7, 2025

VIA ONLINE PORTAL SUBMISSION

Office of Chief Counsel
Division of Corporate Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, DC 20549

Re: Hope Bancorp, Inc. - Shareholder Proposal of Chris Mueller

Ladies and Gentlemen:

This letter is submitted on behalf of our client, Hope Bancorp, Inc. (the "Company"), pursuant to Rule 14a-8(j) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The Company has received the shareholder proposal and related correspondence attached as Exhibit A to this letter (the "Proposal") submitted by Chris Mueller (the "Proponent"). This letter notifies the Staff of the Division of Corporation Finance (the "Staff") of the Securities and Exchange Commission (the "Commission") that the Company intends to exclude the Proposal from its form of proxy, proxy statement and other proxy materials (together, the "Proxy Materials") for its 2025 annual meeting of shareholders (the "2025 Annual Meeting"). The Company intends to omit the Proposal from the Proxy Materials pursuant to Rule 14a-8(e)(2) because the Company did not receive the Proposal before the deadline for submitting shareholder proposals to the Company.

The Company respectfully requests the concurrence of the Staff that no enforcement action will be recommended if the Company omits the Proposal from the Proxy Materials.

The Company is submitting this letter and the related exhibit to the Staff electronically via the online shareholder proposal portal and, in accordance with Rule 14a-8(j), simultaneously sending a copy of this letter and the related exhibit to the Proponent by email as notice of the Company's intent to omit the Proposal from its Proxy Materials.

The Company agrees to promptly forward to the Proponent any Staff response to the Company's no-action request that the Staff transmits to the Company by mail, email and/or facsimile. Rule 14a-8(k) and Staff Legal Bulletin No. 14D (November 7, 2008) provide that a shareholder proponent is required to send to the company a copy of any correspondence which the proponent elects to submit to the Commission of the Staff. Accordingly, the Company hereby informs the Proponent that the undersigned on behalf of the Company is entitled to receive from the Proponent a concurrent copy of any additional correspondence submitted to the Commission or the Staff relating to the Proposal.

THE PROPOSAL

On or about January 13, 2025, the Company received the Proposal, which states in relevant part as follows:

Hope Bancorp, Inc. should demand additional disclosures from our transfer agent for the benefit of our registered holders including:

- (1) Providing an update regarding alleged arbitrage opportunities that may be enabled through recurring DirectStock Plan purchases.
- (2) Disclosing how investor's registered shares used for "operational efficiency" (which title is legally owned by Cede & Co.) are protected (or insured). According to section 15 of our investment plan, securities held in DirectStock accounts are not insured.
- (3) disclosing how Computershare determines what percentage of aggregate DSPP shares are held at DTC for operational efficiency.
- (4) Disclosing specifically why certificated shares (that are enrolled in DirectStock Plan) can not be held at DTC for operational efficiency.

BASIS FOR EXCLUSION

The Company respectfully requests the concurrence of the Staff that no enforcement action will be recommended if the Company excludes the Proposal from the Proxy Materials pursuant to Rule 14a-8(e)(2) because the Company did not receive the Proposal before the deadline for submitting shareholder proposals to the Company for inclusion in the Proxy Materials for the 2025 Annual Meeting.¹

BACKGROUND

The Proposal, dated January 6, 2025, was sent by the Proponent via certified mail to the Company's principal executive offices at 3200 Wilshire Blvd., Suite 1400, Los Angeles, CA 90010. According to the certified mail stamp on the transmission envelope, the Proposal was sent to the Company on January 7, 2025. The Company received the Proposal on or about January 13, 2025. The deadline for any such proposal, as stated in the Company's proxy statement for its 2024 annual meeting of shareholders, was December 13, 2024 (the "Proposal Deadline"). Thus, the Company received the Proposal at its principal executive offices approximately a month after the Proposal Deadline.

¹ Because the Proposal was clearly received after the Proposal Deadline, we do not address other procedural or substantive grounds on which the Proposal may be excluded pursuant to Rule 14a-8. The Company has not offered the Proponent the opportunity to correct any deficiencies in accordance with Rule 14a-8(f) because the Proponent's failure to submit the Proposal prior to the Proposal Deadline is a deficiency that cannot be remedied.

ANALYSIS

I. The Proposal may be excluded pursuant to Rule 14a-8(e)(2) because the Company received it after the deadline for submitting shareholder proposals for inclusion in the Proxy Materials for the 2025 Annual Meeting.

The Company respectfully requests that the Staff concur with its view that the Proposal may be excluded from the Proxy Materials for the 2025 Annual Meeting pursuant to Rule 14a-8(e)(2) because the Proposal was received at its principal executive offices after the Proposal Deadline for submitting shareholder proposals to the Company.

Rule 14a-8(e)(2) provides that proposals submitted with respect to a company's regularly scheduled annual meeting must be received at the company's principal executive offices no less than 120 calendar days before the anniversary date of the company's proxy statement that was released to shareholders in connection with the previous year's regularly scheduled annual meeting. Under Rule 14a-8(e)(2), a meeting is "regularly scheduled" if it has not changed by more than 30 days from the date of the annual meeting held in the prior year. The Company's 2024 annual meeting of shareholders was held on May 23, 2024. The Company's 2025 Annual Meeting is scheduled for May 22, 2025, which is within 30 days of the date of the 2024 annual meeting of shareholders.

On April 12, 2024, the Company filed with the Commission, and commenced distribution to its shareholders of, its definitive proxy statement for its 2024 annual meeting of shareholders (the "2024 Proxy Statement"). As required by Item 1(c) of Exchange Act Schedule 14A and Rule 14a-5(e), the Company included in the 2024 Proxy Statement the deadline for receiving shareholder proposals submitted for inclusion in the Company's proxy statement and form of proxy for the Company's next annual meeting, calculated in the manner prescribed in Rule 14a-8(e). Specifically, the 2024 Proxy Statement stated that a shareholder proposal for inclusion in the Company's proxy statement for the following year's annual shareholder meeting must comply with the timing and other requirements of SEC Rule 14a-8, and the shareholder must deliver the notice of the proposal to the Company's legal department no later than December 13, 2024 (unless the Company did not hold an annual meeting the previous year, or if the date of the next year's annual meeting changes by more than 30 days from the date of the previous year's meeting).

The Staff has consistently granted no action relief when shareholder proposals are untimely. *See, e.g., Anywhere Real Estate Inc.* (avail. Jan. 18, 2025) (concurring with the exclusion of a proposal received 13 days after the submission deadline); *Etsy, Inc.* (avail. Apr. 19, 2022) (concurring with the exclusion of a proposal received one day after the submission deadline); *AT&T Inc.* (avail. Jan. 26, 2022) (concurring that Rule 14a-8(e)(2) provides a basis to exclude a proposal received six days after the submission deadline); *Walgreens Boots Alliance, Inc.* (avail. Oct. 12, 2021) (concurring that Rule 14a-8(e)(2) provides a basis to exclude a proposal received two days after the submission deadline); *Hewlett Packard Enterprise Co.* (avail. Jan. 15, 2021) (concurring that Rule 14a-8(e)(2) provides a basis to exclude a proposal received two days after the submission deadline); *General Dynamics Corp.* (avail. Jan. 8, 2021, recon. denied Mar. 17, 2021) (concurring with the exclusion of a proposal received four days after the submission

deadline); *Verizon Communications, Inc.* (avail. Jan. 4, 2018) (concurring with the exclusion of a proposal received one day after the submission deadline); *Walmart Stores Inc.* (avail. Feb. 13, 2017) (concurring with proposal received six days after the submission deadline); *Applied Materials, Inc.* (avail. Nov. 20, 2014) (concurring with the exclusion of a proposal received one day after the submission deadline); *General Electric Co. (GE Stockholder's Alliance)* (avail. Jan. 24, 2013) (concurring with the exclusion of a proposal received one day after the submission deadline); and *Tootsie Roll Industries, Inc.* (avail Jan. 14, 2008) (concurring with the exclusion of a proposal received two days after the submission deadline). The Staff also emphasized this point in SEC Staff Legal Bulletin No. 14 (Jul. 13, 2001) by advising, “[t]o avoid exclusion on the basis of untimeliness, a shareholder should submit his or her proposal well in advance of the deadline. . . .”

CONCLUSION

Based on the foregoing, we respectfully request that the Staff concur that the Company may exclude the Proposal from its Proxy Materials for its 2025 Annual Meeting under Rule 14a-8(e)(2) and confirm that it will not recommend enforcement action to the Commission if the Company so excludes the Proposal.

Sincerely,

/S/ Jordan E. Hamburger

Jordan E. Hamburger
for SHEPPARD, MULLIN, RICHTER & HAMPTON LLP

Enclosures

cc: Chris Mueller
Angelee Harris, Hope Bancorp, Inc.

Exhibit A

Proposal

(See Attached).

January 6, 2025

Hope Bancorp, Inc.
3200 Wilshire Blvd, Suite 1400
Los Angeles, CA 90010

Members of the Board,

My name is Chris Mueller, and I would like to submit a shareholder proposal for the 2025 annual shareholder meeting. I am an individual investor with a registered ownership position. I intend to hold my position through the 2025 annual shareholder meeting. I can meet with the board to discuss my proposal at any time.

I also submitted a shareholder proposal for the 2024 meeting. My proposal included a reference to the arbitrage exposure that allegedly occurs with recurring purchases made through Computershare's DirectStock Plan. It has been 11 months since I submitted my proposal, and Computershare has not provided an update. According to the FAQ page on Computershare's website:

"We are looking into the concern from investors about the predictable schedule DirectStock Plan open market purchases open up arbitrage opportunities. The orders are being executed on exchanges and there is a concern being raised that third parties can anticipate an order arriving in the market."

My proposal: Hope Bancorp, Inc. should demand additional disclosures from our transfer agent for the benefit of our registered holders including:

- 1) **Providing an update regarding alleged arbitrage opportunities that may be enabled through recurring DirectStock Plan purchases.**
- 2) **Disclosing how investor's registered shares used for "operational efficiency" (which title is legally owned by Cede & Co.) are protected (or insured). According to section 15 of our investment plan, securities held in DirectStock accounts are not insured.**
- 3) **Disclosing how Computershare determines what percentage of aggregate DSPP shares are held at DTC for operational efficiency.**
- 4) **Disclosing specifically why certificated shares (that are enrolled in DirectStock Plan) can not be held at DTC for operational efficiency.**

It is important to note that last year the SEC updated the "holding your securities" page on their website. Unfortunately, the bulletin is missing an important disclosure. The bulletin states that securities purchased through the transfer agent are not DRS and must be moved from "the issuer plan" to become DRS form. **What is missing, however, is a disclosure stating that when book-entry DRS form shares are enrolled in "the issuer plan" that the title to the shares is no longer owned by the investor.**

Our investors deserve to know who owns the title to "their" securities, and how their investment may or may not be protected or insured. Without the disclosures listed above, our investors do not have the necessary information to make the best decisions for holding their investments.

I believe that our company may have a fiduciary responsibility to provide answers to the concerns above. A hypothetical custodial insolvency could negatively affect our shareholders which could

negatively affect our company. Please demand the disclosures above that Computershare and the SEC have not provided to help protect our investors and our company.

I would prefer correspondence through email to limit the resource expenditure necessary for responding to my proposal.

Thank you,



Chris Mueller

PII

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PLACE STICKER ON TOP OF ENVELOPE TO THE RIGHT OF THE RETURN ADDRESS FOR MAILING

CERTIFIED MAIL



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Retail



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U.S. POSTAGE PAID
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TAMPA, FL 33607
JAN 07, 2025

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Hope Bancorp, Inc.
Attention: Corporate Secretary
3200 Wilshire Blvd, Suite 1400
Los Angeles, CA 90010

POSTNET
9589 0710 5270 1614 0763 96

Chris Mueller



PII

April 1, 2025

VIA ONLINE PORTAL SUBMISSION

Office of Chief Counsel
Division of Corporate Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, DC 20549

Re: Hope Bancorp, Inc. - Shareholder Proposal of Chris Mueller, Supplemental Request for Waiver Under Rule 14a-8(j)

Ladies and Gentlemen:

This letter is submitted on behalf of our client, Hope Bancorp, Inc. (the "Company"), pursuant to Rule 14a-8(j) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The Company previously submitted that certain letter, dated February 7, 2025 attached as Exhibit A to this letter (the "No Action Letter") in respect of the shareholder proposal (the "Proposal") and related correspondence submitted by Chris Mueller (the "Proponent"), as more fully described in the No Action Letter. The No Action Letter notified the Staff of the Division of Corporation Finance (the "Staff") of the Securities and Exchange Commission (the "Commission") that the Company intends to exclude the Proposal from its form of proxy, proxy statement and other proxy materials (together, the "Proxy Materials") for its 2025 annual meeting of shareholders (the "2025 Annual Meeting"). The Company intends to omit the Proposal from the Proxy Materials pursuant to Rule 14a-8(e)(2) because the Company did not receive the Proposal before the deadline for submitting shareholder proposals to the Company and the Company respectfully requested the concurrence of the Staff that no enforcement action would be recommended if the Company omitted the Proposal from the Proxy Materials.

The Company is submitting this letter and Exhibit A attached hereto to the Staff electronically via the online shareholder proposal portal and, in accordance with Rule 14a-8(j), simultaneously sending a copy of this letter and Exhibit A attached hereto to the Proponent by email as an additional notice of the Company's intent to omit the Proposal from its Proxy Materials.

The Company agrees to promptly forward to the Proponent any Staff response to the No Action Letter that the Staff transmits to the Company by mail, email and/or facsimile. Rule 14a-8(k) and Staff Legal Bulletin No. 14D (November 7, 2008) provide that a shareholder proponent is required to send to the company a copy of any correspondence which the proponent elects to submit to the Commission or the Staff. Accordingly, the Company hereby informs the Proponent that the undersigned on behalf of the Company is entitled to receive from the Proponent a concurrent copy of any additional correspondence submitted to the Commission or the Staff relating to the Proposal.

REQUEST FOR WAIVER UNDER RULE 14a-8(j)(1)

The Company requests that the Staff waive the 80-day advance filing requirement set forth in Rule 14a-8(j) for good cause because upon untimely receipt it was unclear whether the Proposal was intended to be a proposal for inclusion in the Company's Proxy Materials pursuant to Rule 14a-8, and the Company did not have sufficient time to consider the Proposal and prepare its No Action Letter within the 80-day filing requirement set forth in Rule 14a-8(j).

BACKGROUND AND ANALYSIS

As summarized in the No Action Letter, the Proposal, dated January 6, 2025, was sent by the Proponent via certified mail to the Company's principal executive offices at 3200 Wilshire Blvd., Suite 1400, Los Angeles, CA 90010. According to the certified mail stamp on the transmission envelope, the Proposal was sent to the Company on January 7, 2025. The Company received the Proposal on or about January 13, 2025. The deadline for any such proposal, as stated in the Company's proxy statement for its 2024 annual meeting of shareholders, was December 13, 2024 (the "Proposal Deadline"). Thus, the Company received the Proposal at its principal executive offices approximately a month after the Proposal Deadline.

Proponent does not indicate in the Proposal if his intent was to have the Proposal submitted for inclusion in the Company's Proxy Materials pursuant to Rule 14a-8, so it was unclear whether a no action letter needed to be submitted to the Staff to exclude it from the Proxy Materials. In addition, the nature of the Proposal, which proposed that the Company make demands on the Company's transfer agent, a third-party, for certain disclosures and explanations regarding the DirectStock Plan, a plan sponsored and managed by the transfer agent, further made it very challenging to discern whether this was a stockholder proposal intended for presentation at the 2025 Annual Meeting.

This was Proponent's second written communication to the Company in the past two years, both regarding the Company's transfer agent's DirectStock Plan. In the prior year, the Company reached out to the Proponent, and the Proponent agreed to withdraw his request, however, this year to date the Proponent has not agreed to withdraw his request. Because of the recurring nature of the Proponent's communications to the Company, the Company's general counsel spent time researching, considering, and attempting to understand Proponent's Proposal to determine if there was any way feasible to address Proponent's concerns outside of the Rule 14a-8 process.

Once the Proposal was carefully analyzed, and the Company's general counsel spoke to the transfer agent regarding Proponent's demands, the Company determined that it does not have the ability to cause a third-party such as its transfer agent to make any such disclosures regarding its DirectStock Plan, and that the only thing the Company could do in response to the Proponent's communication was to make its transfer agent aware of Proponent's communication. At the same time, out of an abundance of caution, the Company also determined to treat the Proponent's communication as if it were a proposal for inclusion in the Company's Proxy Materials under Rule 14a-8. As an aside, the transfer agent made the Company aware that the transfer

agent is well-aware of Proponent's demands as many other issuers that the transfer agent serves in that capacity for have also received substantially identical communication from Proponent.

Promptly following coming to the conclusion noted above, the Company submitted the No-Action Letter on February 7, 2025. At the time of submission, the Company's plan was to file the Proxy Materials for the 2025 Annual Meeting on or around May 5, 2025. Based on a file date of May 5, 2025, the No Action Letter was timely filed as it was submitted within the 80-day advanced submission requirement set forth in Rule 14a-8(j). After submission of the No Action Letter, the Company determined to file the Proxy Materials on or about April 11, 2025. This change in timing was driven by the Company's decision to offer the Proxy Materials on a "notice and access" basis pursuant to Rule 14a-16 for the 2025 Annual Meeting. Based on the April 11, 2025 file date, the No Action Letter is untimely, as the No Action Letter would have been required to be submitted by January 21, 2025. However, setting aside the change in filing date, due to the challenges detailed above that the Company faced in understanding and analyzing the Proposal, the Company would not have been able to timely submit the No Action Letter by January 21, 2025 for an April 11, 2025 filing date. The Company submitted the No Action Letter as promptly as reasonably possible under the circumstances.

Due to the foregoing, the Company believes it did not have sufficient time to consider the Proposal and prepare its response within the 80-day advance filing requirement set forth in Rule 14a-8(j).

CONCLUSION

Based on the foregoing, we respectfully request that the Staff accept the Company's submission of the No Action Letter after the 80-day advance notice requirement because the Company believes it has demonstrated good cause. In the event the Staff does not agree that the Company has demonstrated good cause, we respectfully request that the Staff still consider the Company's justification for the Proposal's exclusion in the No Action Letter.

Sincerely,

/S/ Jordan E. Hamburger

Jordan E. Hamburger
for SHEPPARD, MULLIN, RICHTER & HAMPTON LLP

Enclosures

cc: Chris Mueller
Angelee Harris, Hope Bancorp, Inc.

Exhibit A

No Action Letter

(See Attached).

February 7, 2025

VIA ONLINE PORTAL SUBMISSION

Office of Chief Counsel
Division of Corporate Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, DC 20549

Re: Hope Bancorp, Inc. - Shareholder Proposal of Chris Mueller

Ladies and Gentlemen:

This letter is submitted on behalf of our client, Hope Bancorp, Inc. (the "Company"), pursuant to Rule 14a-8(j) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"). The Company has received the shareholder proposal and related correspondence attached as Exhibit A to this letter (the "Proposal") submitted by Chris Mueller (the "Proponent"). This letter notifies the Staff of the Division of Corporation Finance (the "Staff") of the Securities and Exchange Commission (the "Commission") that the Company intends to exclude the Proposal from its form of proxy, proxy statement and other proxy materials (together, the "Proxy Materials") for its 2025 annual meeting of shareholders (the "2025 Annual Meeting"). The Company intends to omit the Proposal from the Proxy Materials pursuant to Rule 14a-8(e)(2) because the Company did not receive the Proposal before the deadline for submitting shareholder proposals to the Company.

The Company respectfully requests the concurrence of the Staff that no enforcement action will be recommended if the Company omits the Proposal from the Proxy Materials.

The Company is submitting this letter and the related exhibit to the Staff electronically via the online shareholder proposal portal and, in accordance with Rule 14a-8(j), simultaneously sending a copy of this letter and the related exhibit to the Proponent by email as notice of the Company's intent to omit the Proposal from its Proxy Materials.

The Company agrees to promptly forward to the Proponent any Staff response to the Company's no-action request that the Staff transmits to the Company by mail, email and/or facsimile. Rule 14a-8(k) and Staff Legal Bulletin No. 14D (November 7, 2008) provide that a shareholder proponent is required to send to the company a copy of any correspondence which the proponent elects to submit to the Commission of the Staff. Accordingly, the Company hereby informs the Proponent that the undersigned on behalf of the Company is entitled to receive from the Proponent a concurrent copy of any additional correspondence submitted to the Commission or the Staff relating to the Proposal.

THE PROPOSAL

On or about January 13, 2025, the Company received the Proposal, which states in relevant part as follows:

Hope Bancorp, Inc. should demand additional disclosures from our transfer agent for the benefit of our registered holders including:

- (1) Providing an update regarding alleged arbitrage opportunities that may be enabled through recurring DirectStock Plan purchases.
- (2) Disclosing how investor's registered shares used for "operational efficiency" (which title is legally owned by Cede & Co.) are protected (or insured). According to section 15 of our investment plan, securities held in DirectStock accounts are not insured.
- (3) disclosing how Computershare determines what percentage of aggregate DSPP shares are held at DTC for operational efficiency.
- (4) Disclosing specifically why certificated shares (that are enrolled in DirectStock Plan) can not be held at DTC for operational efficiency.

BASIS FOR EXCLUSION

The Company respectfully requests the concurrence of the Staff that no enforcement action will be recommended if the Company excludes the Proposal from the Proxy Materials pursuant to Rule 14a-8(e)(2) because the Company did not receive the Proposal before the deadline for submitting shareholder proposals to the Company for inclusion in the Proxy Materials for the 2025 Annual Meeting.¹

BACKGROUND

The Proposal, dated January 6, 2025, was sent by the Proponent via certified mail to the Company's principal executive offices at 3200 Wilshire Blvd., Suite 1400, Los Angeles, CA 90010. According to the certified mail stamp on the transmission envelope, the Proposal was sent to the Company on January 7, 2025. The Company received the Proposal on or about January 13, 2025. The deadline for any such proposal, as stated in the Company's proxy statement for its 2024 annual meeting of shareholders, was December 13, 2024 (the "Proposal Deadline"). Thus, the Company received the Proposal at its principal executive offices approximately a month after the Proposal Deadline.

¹ Because the Proposal was clearly received after the Proposal Deadline, we do not address other procedural or substantive grounds on which the Proposal may be excluded pursuant to Rule 14a-8. The Company has not offered the Proponent the opportunity to correct any deficiencies in accordance with Rule 14a-8(f) because the Proponent's failure to submit the Proposal prior to the Proposal Deadline is a deficiency that cannot be remedied.

ANALYSIS

I. The Proposal may be excluded pursuant to Rule 14a-8(e)(2) because the Company received it after the deadline for submitting shareholder proposals for inclusion in the Proxy Materials for the 2025 Annual Meeting.

The Company respectfully requests that the Staff concur with its view that the Proposal may be excluded from the Proxy Materials for the 2025 Annual Meeting pursuant to Rule 14a-8(e)(2) because the Proposal was received at its principal executive offices after the Proposal Deadline for submitting shareholder proposals to the Company.

Rule 14a-8(e)(2) provides that proposals submitted with respect to a company's regularly scheduled annual meeting must be received at the company's principal executive offices no less than 120 calendar days before the anniversary date of the company's proxy statement that was released to shareholders in connection with the previous year's regularly scheduled annual meeting. Under Rule 14a-8(e)(2), a meeting is "regularly scheduled" if it has not changed by more than 30 days from the date of the annual meeting held in the prior year. The Company's 2024 annual meeting of shareholders was held on May 23, 2024. The Company's 2025 Annual Meeting is scheduled for May 22, 2025, which is within 30 days of the date of the 2024 annual meeting of shareholders.

On April 12, 2024, the Company filed with the Commission, and commenced distribution to its shareholders of, its definitive proxy statement for its 2024 annual meeting of shareholders (the "2024 Proxy Statement"). As required by Item 1(c) of Exchange Act Schedule 14A and Rule 14a-5(e), the Company included in the 2024 Proxy Statement the deadline for receiving shareholder proposals submitted for inclusion in the Company's proxy statement and form of proxy for the Company's next annual meeting, calculated in the manner prescribed in Rule 14a-8(e). Specifically, the 2024 Proxy Statement stated that a shareholder proposal for inclusion in the Company's proxy statement for the following year's annual shareholder meeting must comply with the timing and other requirements of SEC Rule 14a-8, and the shareholder must deliver the notice of the proposal to the Company's legal department no later than December 13, 2024 (unless the Company did not hold an annual meeting the previous year, or if the date of the next year's annual meeting changes by more than 30 days from the date of the previous year's meeting).

The Staff has consistently granted no action relief when shareholder proposals are untimely. *See, e.g., Anywhere Real Estate Inc.* (avail. Jan. 18, 2025) (concurring with the exclusion of a proposal received 13 days after the submission deadline); *Etsy, Inc.* (avail. Apr. 19, 2022) (concurring with the exclusion of a proposal received one day after the submission deadline); *AT&T Inc.* (avail. Jan. 26, 2022) (concurring that Rule 14a-8(e)(2) provides a basis to exclude a proposal received six days after the submission deadline); *Walgreens Boots Alliance, Inc.* (avail. Oct. 12, 2021) (concurring that Rule 14a-8(e)(2) provides a basis to exclude a proposal received two days after the submission deadline); *Hewlett Packard Enterprise Co.* (avail. Jan. 15, 2021) (concurring that Rule 14a-8(e)(2) provides a basis to exclude a proposal received two days after the submission deadline); *General Dynamics Corp.* (avail. Jan. 8, 2021, recon. denied Mar. 17, 2021) (concurring with the exclusion of a proposal received four days after the submission

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CONCLUSION

Based on the foregoing, we respectfully request that the Staff concur that the Company may exclude the Proposal from its Proxy Materials for its 2025 Annual Meeting under Rule 14a-8(e)(2) and confirm that it will not recommend enforcement action to the Commission if the Company so excludes the Proposal.

Sincerely,

/S/ Jordan E. Hamburger

Jordan E. Hamburger
for SHEPPARD, MULLIN, RICHTER & HAMPTON LLP

Enclosures

cc: Chris Mueller
Angelee Harris, Hope Bancorp, Inc.

Exhibit A

Proposal

(See Attached).

January 6, 2025

Hope Bancorp, Inc.
3200 Wilshire Blvd, Suite 1400
Los Angeles, CA 90010

Members of the Board,

My name is Chris Mueller, and I would like to submit a shareholder proposal for the 2025 annual shareholder meeting. I am an individual investor with a registered ownership position. I intend to hold my position through the 2025 annual shareholder meeting. I can meet with the board to discuss my proposal at any time.

I also submitted a shareholder proposal for the 2024 meeting. My proposal included a reference to the arbitrage exposure that allegedly occurs with recurring purchases made through Computershare's DirectStock Plan. It has been 11 months since I submitted my proposal, and Computershare has not provided an update. According to the FAQ page on Computershare's website:

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- 2) **Disclosing how investor's registered shares used for "operational efficiency" (which title is legally owned by Cede & Co.) are protected (or insured). According to section 15 of our investment plan, securities held in DirectStock accounts are not insured.**
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Our investors deserve to know who owns the title to "their" securities, and how their investment may or may not be protected or insured. Without the disclosures listed above, our investors do not have the necessary information to make the best decisions for holding their investments.

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I would prefer correspondence through email to limit the resource expenditure necessary for responding to my proposal.

Thank you,



Chris Mueller

PII

9589 0710 5270 1614 0763 96

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Hope Bancorp, Inc.
Attention: Corporate Secretary
3200 Wilshire Blvd, Suite 1400
Los Angeles, CA 90010

Chris Mueller



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