## SEC Form 5

# FORM 5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

Form 3 Holdings Reported.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

OMB APPROVAL OMB Number: 3235-0362

Estimated average burden hours per response: 1.0

| Form 4 Transactions Reported.                                           | Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934<br>or Section 30(h) of the Investment Company Act of 1940 |                                                                                                    |  |  |  |  |
|-------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------|--|--|--|--|
| 1. Name and Address of Reporting Person <sup>*</sup><br>Brannan C Scott | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>Capital Bancorp Inc</u> [ CBNK ]                                        | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>X Director 10% Owner |  |  |  |  |
| (Last) (First) (Middle)<br>2275 RESEARCH BLVD.                          | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)<br>01/07/2020                                                       | Officer (give title Other (specify below) below)                                                   |  |  |  |  |
| SUITE 600                                                               | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                                                         | 6. Individual or Joint/Group Filing (Check Applicable Line)                                        |  |  |  |  |
| (Street)                                                                |                                                                                                                                  | X Form filed by One Reporting Person                                                               |  |  |  |  |
| ROCKVILLE MD 20850                                                      |                                                                                                                                  | Form filed by More than One Reporting<br>Person                                                    |  |  |  |  |
| (City) (State) (Zip)                                                    |                                                                                                                                  |                                                                                                    |  |  |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) | 4. Securities Acc<br>Of (D) (Instr. 3, 4 |               | ) or Disposed | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end of | 6.<br>Ownership<br>Form: Direct      | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership (Instr.<br>4) |  |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------|-----------------------------------------|------------------------------------------|---------------|---------------|---------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------|--|
|                                 |                                            |                                                             |                                         | Amount                                   | (A) or<br>(D) | Price         | Issuer's Fiscal<br>Year (Instr. 3 and<br>4)                   | (D) or<br>Indirect (I)<br>(Instr. 4) |                                                                   |  |
| Common Stock                    | 01/07/2020                                 |                                                             | G                                       | 481                                      | D             | \$0           | 0                                                             | D                                    |                                                                   |  |
| Common Stock                    | 01/07/2020                                 |                                                             | G                                       | 46                                       | A             | \$0           | 146                                                           | I                                    | UGMA for granddaughter                                            |  |
| Common Stock                    | 01/07/2020                                 |                                                             | G                                       | 145                                      | A             | \$0           | 145                                                           | Ι                                    | UMGA for grandson                                                 |  |
| Common Stock                    | 01/07/2020                                 |                                                             | G                                       | 145                                      | A             | \$0           | 145                                                           | I                                    | UGMA for<br>daughter                                              |  |
| Common Stock                    | 01/07/2020                                 |                                                             | G                                       | 145                                      | A             | \$0           | 145                                                           | I                                    | UGMA for granddaugther                                            |  |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code (Instr.<br>8) |     |     | Expiration Date<br>(Month/Day/Year) |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                        | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----|-----|-------------------------------------|--------------------|--------------------------------------------------------------------------------------------------|----------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|
|                                                     |                                                                       |                                            |                                                             |                                         | (A) | (D) | Date<br>Exercisable                 | Expiration<br>Date | Title                                                                                            | Amount<br>or<br>Number<br>of<br>Shares |                                                     |                                                                                                                            |                                                                          |                                                                    |
| Stock<br>Options                                    | \$11.38                                                               |                                            |                                                             |                                         |     |     | 12/31/2019 <sup>(1)</sup>           | 12/31/2023         | Common<br>Stock                                                                                  | 500                                    |                                                     | 500                                                                                                                        | D                                                                        |                                                                    |
| Stock<br>Options                                    | \$14.89                                                               |                                            |                                                             |                                         |     |     | 12/31/2020 <sup>(1)</sup>           | 12/31/2024         | Common<br>Stock                                                                                  | 4,000                                  |                                                     | 4,000                                                                                                                      | D                                                                        |                                                                    |

Explanation of Responses:

1. The Stock Options vest in four equal annual installments beginning on the first anniversary of the date of grant.

#### **Remarks:**

/s/ Alan Jackson, as Attorneyin-Fact

02/13/2020

\*\* Signature of Reporting Person Date

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

\* 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.

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 Number.