| SEC Form 4 | |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| OMB Number: | 3235-0287 | | | | | | | | | |
|--------------------------|-----------|--|--|--|--|--|--|--|--|--|
| Estimated average burden | | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | | |

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | | | | | _ | _ | _ | | _ | | | | | | | | | |
|---|---|--|--|-----------------------------|----------------------------------|---|-------------------------------|-------------------|--------------------------------------|--------------------|---|--|--|---|---|---|--|--|--|
| 1. Name and Address of Reporting Person* | | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>Capital Bancorp Inc</u> [CBNK] | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
| ASHMAN STEPHEN N | | | | | | | Capital Dancorp Inc [CDIVK] | | | | | | | | or | | 10% Ov | vner | |
| (Last) (First) (Middle) 2275 RESEARCH BLVD | | | | | | | of Earlie 2020 | est Tra | nsaction (N | /lonth | /Day/Year) | | Office below | r (give title) | 9 | Other (s below) | pecify | | |
| SUITE 60 | 00 | | 4. | lf Ame | endmer | nt, Date | e of Origina | l File | d (Month/Da | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | | | |
| (Street) | | | | | - | | | | | | | | Lii | ne) X Form | filed by Oi | ne Renc | ortina Perso | n | |
| ROCKVI | LLE M | D | 20850 | | | | | | | | | | | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | | | | | | |
| | | Tab | ole I - No | n-Deri | vativ | e Se | curiti | ies A | cquired | , Dis | sposed c | of, or Be | neficia | lly Owned | k | | | | |
| 1. Title of Security (Instr. 3) | | | | 2. Trans Date (Month/ | Execution Date, (Year) if any | | | Code | | Disposed | ies Acquire Of (D) (Inst | d (A) or r. 3, 4 and | 4 and Securities Beneficially Owned Foll | | Form: | Direct In Indirect B tr. 4) O | Nature of direct eneficial wnership | | |
| | | | | | | | | Code | v | Amount | Amount (A) or Pri | | Reported Transacti (Instr. 3 a | on(s) | | | nstr. 4) | | |
| Common Stock | | | | 05/28/2020 | | | | | S | | 1,600 | D | \$12 | 468 | 468,235 | | I A R | y tephen shman evocable rust | |
| Common Stock | | | | | 05/28/2020 | | | | | | 1,600 | D | \$12 | 247 | 247,000 | | I A | hari G. Shman rust | |
| Common Stock | | | | | | | | | | | | | | 55 | 50 | | D | | |
| | | - | Table II - | | | | | | | | osed of, converti | | | y Owned | | | | | |
| Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deem Execution if any (Month/Da | Date, | 4. Transa Code 8) | | ction of E | | 6. Date Ex Expiration (Month/D | Date | | 7. Title an of Securit Underlyin Derivative (Instr. 3 ar | ies g Security | Derivative Security | 9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4) | ve es ially ng d tion(s) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficia O) Ownersh ct (Instr. 4) | |
| | Code V | | | | | (A) | (D) | Date Exercisat | | Expiration Date | Title | Amount or Number of Shares | | | | | | | |
| Stock | ф7 Г | | 1 | | | | | 1 | 10/04/004 | | 12/21/2020 | Common | 2 500 | 1 | 2.5 | 00 | D | 1 | |

| 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. Transa Code (8) | | of Deriv Secu Acqu (A) o Disp of (D | r osed) r. 3, 4 | 6. Date Exerci Expiration Dat (Month/Day/Ye | te | 7. Title an of Securit Underlyin Derivative (Instr. 3 ar | ies g Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|---|---------------------------|---|--------------------|--|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Stock Options | \$7.5 | | | | | | | 12/31/2016 ⁽¹⁾ | 12/31/2020 | Common Stock | 2,500 | | 2,500 | D | |
| Stock Options | \$8.5 | | | | | | | 12/31/2017 ⁽¹⁾ | 12/31/2021 | Common Stock | 5,300 | | 5,300 | D | |
| Stock Options | \$12.38 | | | | | | | 12/31/2018 ⁽¹⁾ | 12/31/2022 | Common Stock | 10,800 | | 10,800 | D | |
| Stock Options | \$11.38 | | | | | | | 12/31/2019 ⁽¹⁾ | 12/31/2023 | Common Stock | 9,600 | | 9,600 | D | |
| Stock Options | \$14.54 | | | | | | | 12/30/2020 ⁽¹⁾ | 12/30/2024 | Common Stock | 5,400 | | 5,400 | 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

05/29/2020

** 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.