SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

OMB APPROVAL											
OMB Number: 3235-0287											
Estimated average b	urden										
hours per response:	0.5										

1. Name and Address of Reporting Person [*] Whalen James F.			2. Issuer Name and Ticker or Trading Symbol Capital Bancorp Inc [CBNK]		tionship of Reporting Pers all applicable) Director	n(s) to Issuer 10% Owner	
	2275 RESEARCH BLVD.		3. Date of Earliest Transaction (Month/Day/Year) 12/31/2019	-	Officer (give title below)	Other (specify below)	
SUITE 600			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing	g (Check Applicable	
(Street)				X	Form filed by One Rep	orting Person	
ROCKVILLE	MD 20850				Form filed by More that Person	n One Reporting	
(City)	(State)	(Zip)					

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

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)						5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(instr. 4)	
Common Stock	12/11/2019		G ⁽¹⁾	v	3,250	D	\$0	617,146	I	By James F. Whalen Revocable Trust	
Common Stock	12/31/2019		A		688	A	\$ <mark>0</mark>	2,056	D		
Common Stock								58,400	Ι	By Millennium Trust Company, LLC FBO James Whalen	
Common Stock								88,000	I	By IP Associates, LLC	
Common Stock								31,200	I	By The Katherine M. Whalen Trust	
Common Stock								240,409	I	By Whalen Family, LLC	

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. Transa Code (8)		of Deriva Securi Acquir (A) or Dispos of (D)	f Expiration Date (Month/Day/Year) ecurities ccquired A) or isposed f (D) nstr. 3, 4		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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	\$14.89	12/31/2019		Α		7,000		12/31/2020 ⁽²⁾	12/31/2024	Common Stock	7,000	\$0	7,000	D	
Stock Options	\$7.5							12/31/2016 ⁽²⁾	12/31/2020	Common Stock	7,000		7,000	D	
Stock Options	\$8.5							12/31/2017 ⁽²⁾	12/31/2021	Common Stock	10,576		10,576	D	
Stock Options	\$12.38							12/31/2018 ⁽²⁾	12/31/2022	Common Stock	14,400		14,400	D	

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. Transa Code (8)		of Expiration		6. Date Exerci Expiration Dat (Month/Day/Ye	iration Date nth/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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	\$11.38							12/31/2019 ⁽²⁾	12/31/2023	Common Stock	11,250		11,250	D	

Explanation of Responses:

1. This transaction involved a gift of 1,625 shares to each of the reporting person's two adult children.

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

Remarks:

/s/ Alan Jackson

01/02/2020

** 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.