

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	
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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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>BRECKHEIMER MICHAEL</u> (Last) (First) (Middle) 2275 RESEARCH BLVD, SUITE 600 (Street) ROCKVILLE MD 20850 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Capital Bancorp Inc [CBNK]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP, Head of Windsor Advantage</u>
	3. Date of Earliest Transaction (Month/Day/Year) 10/01/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/01/2024		A		16,446 ⁽¹⁾	A	(2)	16,446	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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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
Stock Options	\$13.37	10/01/2024		A		2,423 ⁽³⁾		(3)	01/22/2030	Common Stock	2,423	\$0	2,423	D	
Stock Options	\$8.77	10/01/2024		A		1,211 ⁽⁴⁾		(4)	05/20/2030	Common Stock	1,211	\$0	1,211	D	
Stock Options	\$14.82	10/01/2024		A		3,231 ⁽⁵⁾		(5)	01/28/2031	Common Stock	3,231	\$0	3,231	D	
Stock Options	\$19.18	10/01/2024		A		3,231 ⁽⁶⁾		(6)	01/27/2032	Common Stock	3,231	\$0	3,231	D	
Stock Options	\$16.09	10/01/2024		A		1,615 ⁽⁷⁾		(7)	09/20/2033	Common Stock	1,615	\$0	1,615	D	
Stock Options	\$17.95	10/01/2024		A		1,615 ⁽⁸⁾		(8)	01/24/2034	Common Stock	1,615	\$0	1,615	D	
Restricted Stock Units	(9)	10/01/2024		A		23,102		(10)	(10)	Common Stock	23,102	\$0	23,102	D	

Explanation of Responses:

- Received pursuant to the merger agreement between Capital Bancorp, Inc. ("CBNK") and Integrated Financial Holdings, Inc. ("IFHI"), dated March 27, 2024 (the "Merger Agreement"), pursuant to which IFHI was merged with and into CBNK ("Merger") on October 1, 2024 (the "Effective Time"). Pursuant to the Merger Agreement, as of the Effective Time, (i) each issued and outstanding share of IFHI common stock converted into the right to receive 1.115 shares of CBNK common stock, \$5.36 in cash and cash in lieu of fractional shares (the "Merger Consideration"), (ii) each outstanding share of IFHI common stock subject to a restricted stock award fully vested and was cancelled and converted automatically into the right to receive the Merger Consideration in respect of each share of IFHI common stock underlying such award, less applicable tax withholdings and (iii) each option to purchase IFHI common stock was converted into an option to purchase CBNK common stock.
- On the trading day immediately preceding Effective Date, the closing price of IFHI's common stock was \$33.90 per share and the closing price of CBNK's common stock was \$25.71 per share.
- Received in the Merger in exchange for an employee stock option to acquire 1,500 shares of IFHI common stock for \$21.60 per share. The stock options vest 100% on October 1, 2024.
- Received in the Merger in exchange for an employee stock option to acquire 750 shares of IFHI common stock for \$14.18 per share. The stock options vest 100% on October 1, 2024.
- Received in the Merger in exchange for an employee stock option to acquire 2,000 shares of IFHI common stock for \$23.95 per share. The stock options vest 80% on October 1, 2024 and the remaining 20% on January 1, 2025.
- Received in the Merger in exchange for an employee stock option to acquire 2,000 shares of IFHI common stock for \$31.00 per share. The stock options vest 60% on October 1, 2024 and 20% on each of January 1, 2025 and January 1, 2026.
- Received in the Merger in exchange for an employee stock option to acquire 1,000 shares of IFHI common stock for \$26.00 per share. The stock options vest 40% on October 1, 2024 and 20% on each of September 21, 2025, September 21, 2026 and September 21, 2027.
- Received in the Merger in exchange for an employee stock option to acquire 1,000 shares of IFHI common stock for \$29.00 per share. The stock options vest 20% on October 1, 2024 and 20% on each of January 25, 2025, January 25, 2026, January 25, 2027 and January 25, 2028.
- Each Restricted Stock Unit represents the right to receive one share of common stock.
- The Restricted Stock Units will vest on 10/2/2025.

Remarks:

/s/ Michael Breckheimer, by
Eric Martin as Attorney in Fact 10/02/2024

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.