SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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

Check this box Section 16. For obligations may Instruction 1(b).	if no longer subject to m 4 or Form 5 r continue. See	ST		l pursu	DF CHANGE	a) of the	Secu	rities Exchanç	ge Act of :		SHIP	OMB Number: Estimated average hours per response	11
1. Name and Address of Reporting Person [*] Whalen James F.					suer Name and Tic <u>pital Bancorp</u>				5. (C	5. Relationship of Reporting Person(s) to Is (Check all applicable) X Director 10% O			
(Last) 2275 RESEAR((First) CH BLVD.			ate of Earliest Trans 3/2020	saction ((Month	n/Day/Year)		Officer (give title Other (specify below) below)				
SUITE 600 (Street) ROCKVILLE	MD (State)		4. If <i>i</i>	Amendment, Date o	of Origin	ial File	ed (Month/Da <u>y</u>	y/Year)	6. Lir	X Form filed b	Group Filing (Che y One Reporting I y More than One	Person	
	()	(Zip) Table I - N	on-Deriva	l ative	Securities Ac	quire	d, Di	sposed of	f, or Be	neficia	lly Owned		
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year		Execution Date,				4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 5)		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			08/13/20)20		G ⁽¹⁾	v	2,392	D	\$0	614,754	I	By James F. Whalen Revocable Trust
Common Stock			08/13/20	020		G	v	1,196	A	\$0	2,821	I	By NMW Investments LLC
Common Stock			08/13/20)20		G	v	1,196	A	\$0	2,821	I	By KAW Investments LLC
Common Stock											2,056	D	
Common Stock											58,400	I	By Millennium Trust Company,

Common Stock				58,400	Ι	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	Ι	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 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	es 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 ⁽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	

	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	Exercise (Month/Day/Year) if any Code (Instr. Derivat ce of (Month/Day/Year) (Month/Day/Year) 8) Securit ivative		vative rities lired r osed) c. 3, 4	6. Date Exerci Expiration Dat (Month/Day/Ye	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	\$12.38							12/31/2018 ⁽²⁾	12/31/2022	Common Stock	14,400		14,400	D	
Stock Options	\$11.38							12/31/2019 ⁽²⁾	12/31/2023	Common Stock	11,250		11,250	D	
Stock Options	\$14.54							12/30/2020 ⁽²⁾	12/30/2024	Common Stock	7,000		7,000	D	

Explanation of Responses:

1. This transaction involved a gift of 1,196 shares to each of two limited liability companies that are owned by the reporting person's children and controlled by the reporting person.

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

Remarks:

<u>/s/ Alan Jackson, as Attorney-</u> <u>in-Fact</u> <u>08/14/2020</u>

** 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.