

**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).

1. Name and Address of Reporting Person* <u>Barry Edward F</u> <hr/> (Last) (First) (Middle) 2275 RESEARCH BLVD. SUITE 600 <hr/> (Street) ROCKVILLE MD 20850 <hr/> (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) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/15/2024</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	02/15/2024		M		6,467	A	\$0	124,327	D	
Common Stock	02/15/2024		F		1,947	D	\$20.805	122,380	D	
Common Stock	02/15/2024		M		3,165	A	\$0	125,545	D	
Common Stock	02/15/2024		F		953	D	\$20.805	124,592	D	
Common Stock	02/15/2024		M		2,572	A	\$0	127,164	D	
Common Stock	02/15/2024		F		775	D	\$20.805	126,389	D	
Common Stock								220,004	I	By Spouse

**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	Amount or Number of Shares				
Restricted Stock Units	(1)	02/15/2024		A		8,409		(2)	(2)	Common Stock	8,409	\$0	8,409	D	
Restricted Stock Units	(1)	02/15/2024		M			6,467	(3)	(3)	Common Stock	6,467	\$0	0	D	
Restricted Stock Units	(1)	02/15/2024		M			3,165	(4)	(4)	Common Stock	3,165	\$0	3,165	D	
Restricted Stock Units	(1)	02/15/2024		M			2,572	(5)	(5)	Common Stock	2,572	\$0	5,142	D	
Stock Options	\$14.89							01/01/2021 <sup>(6)</sup>	01/01/2025	Common Stock	20,000		20,000	D	
Stock Options	\$13.93							01/01/2022 <sup>(6)</sup>	01/01/2026	Common Stock	20,000		20,000	D	
Stock Options	\$26.41							12/31/2022 <sup>(6)</sup>	12/31/2026	Common Stock	12,500		12,500	D	
Stock Options	\$23.54							01/01/2024 <sup>(6)</sup>	01/01/2028	Common Stock	15,351		15,351	D	
Stock Options	\$24.2							01/01/2025 <sup>(6)</sup>	01/01/2029	Common Stock	11,870		11,870	D	

**Explanation of Responses:**

- Each Restricted Stock Unit represents the right to receive one share of common stock.
- The Restricted Stock Unit will vest in three equal annual installments beginning 02/15/25.
- The Restricted Stock Unit will vest in three equal annual installments beginning 02/15/22.
- The Restricted Stock Unit will vest in three equal annual installments beginning 02/15/23.
- The Restricted Stock Unit will vest in three equal annual installments beginning 02/15/24.

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

**Remarks:**

/s/ Connie Egan, as Attorney-in-Fact 02/20/2024

\*\* 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.**