

**FORM 5**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0362 |
| Estimated average burden hours per response: | 1.0       |

**ANNUAL 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

- Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
- Form 3 Holdings Reported.
- Form 4 Transactions Reported.

|   |         |          |  |  |  |  |  |  |
|---|---------|----------|--|--|--|--|--|--|
| 1. Name and Address of Reporting Person*<br><u>Yamada Kathy</u> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><u>Capital Bancorp Inc [ CBNK ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>EVP &amp; Chief Credit Officer</u> |  |  |
| (Last)  | (First) | (Middle) | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)<br><u>12/31/2021</u>  |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person  |  |  |
| 2275 RESEARCH BLVD.<br>SUITE 600                                |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           |  |  |  |  |  |
| (Street)<br><u>ROCKVILLE MD 20850</u>                           |         |          |  |  |  |  |  |  |
| (City) (State) (Zip)  |         |          |  |  |  |  |  |  |

**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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|-------|--|--|---|
|                                 |                                      |  |                                | Amount  | (A) or (D) | Price |  |  |   |
| Common Stock                    | 12/06/2021                           |  | M                              | 12,000  | A          | \$8.5 | 41,281   | D  |   |
| Common Stock                    | 12/06/2021                           |  | F                              | 3,784   | D          | \$0   | 37,497   | 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) |       |
|--|--|--------------------------------------|--|--------------------------------|--|--------|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  |                                | (A)  | (D)    | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Stock Options                              | \$8.5  | 12/06/2021                           |  | M                              |  | 12,000 | 12/31/2017 <sup>(1)</sup>                                | 12/31/2021      | Common Stock  | 12,000                                     | \$8.5  | 0   | D  |       |
| Stock Options                              | \$26.41  | 12/31/2021                           |  | A                              | 4,970  |        | 12/31/2022 <sup>(1)</sup>                                | 12/31/2026      | Common Stock  | 4,970                                      | \$0  | 4,970   | D  |       |
| Stock Options                              | \$12.38  |                                      |  |                                |  |        | 12/31/2018 <sup>(1)</sup>                                | 12/31/2022      | Common Stock  | 12,000                                     |  | 12,000  | D  |       |
| Stock Options                              | \$11.38  |                                      |  |                                |  |        | 12/31/2019 <sup>(1)</sup>                                | 12/31/2023      | Common Stock  | 15,000                                     |  | 15,000  | D  |       |
| Stock Options                              | \$14.54  |                                      |  |                                |  |        | 12/30/2020 <sup>(1)</sup>                                | 12/30/2024      | Common Stock  | 10,000                                     |  | 10,000  | D  |       |
| Stock Options                              | \$13.89  |                                      |  |                                |  |        | 12/31/2021 <sup>(1)</sup>                                | 12/31/2025      | Common Stock  | 6,900                                      |  | 6,900   | D  |       |
| Restricted Stock Units                     | (2)  |                                      |  |                                |  |        | (3)  | (3)             | Common Stock  | 5,000                                      |  | 5,000   | D  |       |

**Explanation of Responses:**

- The Stock Options vest in four equal annual installments beginning on the first anniversary of the date of grant.
- The Restricted Stock Units convert into common stock on a one-for-one basis.
- Each Restricted Stock Unit represents the right to receive one share of common stock. The Restricted Stock Units will vest in three equal annual installments beginning 01/01/2022.

**Remarks:**

/s/ Alan Jackson, as Attorney-in-Fact 02/11/2022

\*\* 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.