SEC Form 4

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVAL | |
|---|---|
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## 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).

☐ 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* | 2. Issuer Name **and** Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
|---|---|---|
| Barry Edward F | Capital Bancorp Inc [ CBNK ] | ☑ Director ☐ 10% Owner |
| (Last) (First) (Middle) | Foreign Trading Symbol | ☑ Officer (give title below) ☐ Other (specify below) |
| 2275 RESEARCH BLVD. | 3. Date of Earliest Transaction (Month/Day/Year) | Chief Executive Officer |
| SUITE 600 | 10/30/2026 | |
| (Street) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| ROCKVILLE MD 20850 | | ☑ Form filed by One Reporting Person |
| (City) (State) (Zip) | | ☐ Form filed by More than One Reporting Person |

### 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 | 10/30/2026 | | M | | 12,500 | A | $26.41 | 167,799 | D | |
| Common Stock | 10/30/2026 | | F | | 9,764 | D | $41.97 | 158,035 | 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 | | | | |
| Stock Options | $26.41 | 10/30/2026 | | M | | | 12,500 | 12/31/2022(1) | 12/31/2026 | Common Stock | 12,500 | $0 | 0 | D | |
| Stock Options | $23.54 | | | | | | | 01/01/2024(1) | 01/01/2028 | Common Stock | 15,351 | | 15,351 | D | |
| Stock Options | $24.2 | | | | | | | 01/01/2025(1) | 01/01/2029 | Common Stock | 11,870 | | 11,870 | D | |
| Stock Options | $30.51 | | | | | | | 03/03/2026(1) | 03/03/2030 | Common Stock | 10,632 | | 10,632 | D | |
| Stock Options | $29.41 | | | | | | | 03/02/2027(1) | 03/02/2031 | Common Stock | 9,543 | | 9,543 | D | |
| Restricted Stock Units | (2) | | | | | | | (3) | (3) | Common Stock | 2,803 | | 2,803 | D | |
| Restricted Stock Units | (2) | | | | | | | (4) | (4) | Common Stock | 2,151 | | 2,151 | D | |
| Restricted Stock Units | (2) | | | | | | | (5) | (5) | Common Stock | 8,064 | | 8,064 | D | |
| Restricted Stock Units | (2) | | | | | | | (6) | (6) | Common Stock | 2,469 | | 2,469 | D | |
| Restricted Stock Units | (2) | | | | | | | (7) | (7) | Common Stock | 6,657 | | 6,657 | D | |

**Explanation of Responses:**

1. The Stock Options vest in four equal annual installments beginning on the first anniversary of the date of grant.
2. Each Restricted Stock Unit represents the right to receive one share of common stock.
3. The Restricted Stock Units will vest in three equal annual installments beginning 02/15/2025.
4. The Restricted Stock Units will vest in four equal annual installments beginning 3/3/2026.

5. The Restricted Stock Units will vest in three equal annual installments beginning 03/14/2026.
6. The Restricted Stock Units will vest in four equal annual installments beginning on 3/2/2027.
7. The Restricted Stock Units will vest in three equal annual installments beginning 3/13/2027.

**Remarks:**

| /s/ Edward F. Barry, by Connie Egan as Attorney in Fact | 11/03/2026 |
|---|---|
| ** 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.**