Π

(Last)

(Street)

(City)

SUITE 600

ROCKVILLE

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to | 2 |
|--|---|
| Section 16. Form 4 or Form 5           |   |
| obligations may continue. See          |   |
| Instruction 1(b).                      |   |

1. Name and Address of Reporting Person'

(First)

MD

(State)

(Middle)

20850

(Zip)

**Browning Scot Richard** 

2275 RESEARCH BLVD.

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities or Section 30(h) of the Investment Comp.

12/31/2018

#### OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

| pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 |   | iours per respor | ise: (                    | .5 |
|---|---|------------------|---------------------------|----|
| 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>Capital Bancorp Inc [ CBNK ]                                      | ionship of Rep<br>all applicable)<br>Director | orting Person(   | s) to Issuer<br>10% Owner |    |
|   | Officer (give                                 | title            | Other (specify            |    |
| 3. Date of Earliest Transaction (Month/Day/Year)  | below)  |                  | below)                    |    |

F

President of Capital Bank

6. Individual or Joint/Group Filing (Check Applicable Line) x Form filed by One Reporting Person

| orm filed by More than One Reporting |  |
|--------------------------------------|--|
| erson                                |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4. If Amendment, Date of Original Filed (Month/Day/Year)

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---------------------------------|--|---|------|---|---|---------------|-------|---|---|---|--|
|                                 |  |   | Code | v | Amount  | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4)  |   | (1130.4)  |  |
| Common Stock                    |  |   |      |   |   |               |       | 466,750   | D   |   |  |

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Numl<br>of<br>Derivati<br>Securiti<br>Acquire<br>(A) or<br>Dispose<br>of (D) (I<br>3, 4 and | ive<br>ies<br>ed<br>ed<br>nstr. | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|---------------------------------|--|--------------------|---|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)                             | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Stock<br>Options                                    | \$11.38   | 12/31/2018                                 |   | Α                            |   | 14,000   |                                 | 12/31/2019 <sup>(1)</sup>                                      | 12/31/2023         | Common<br>Stock   | 14,000                                 | \$ <mark>0</mark>                                   | 14,000   | D  |  |
| Stock<br>Options                                    | \$6.63  |  |   |                              |   |  |                                 | 12/31/2015 <sup>(1)</sup>                                      | 12/31/2019         | Common<br>Stock   | 14,000                                 |   | 14,000   | D  |  |
| Stock<br>Options                                    | \$7.5   |  |   |                              |   |  |                                 | 12/31/2016 <sup>(1)</sup>                                      | 12/31/2020         | Common<br>Stock   | 12,000                                 |   | 12,000   | D  |  |
| Stock<br>Options                                    | \$8.5   |  |   |                              |   |  |                                 | 12/31/2017 <sup>(1)</sup>                                      | 12/31/2021         | Common<br>Stock   | 10,000                                 |   | 10,000   | D  |  |
| Stock<br>Options                                    | \$12.38   |  |   |                              |   |  |                                 | 12/31/2018 <sup>(1)</sup>                                      | 12/31/2022         | Common<br>Stock   | 14,000                                 |   | 14,000   | D  |  |

**Explanation of Responses:** 

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

Remarks:

/s/ Alan Jackson, as Attorneyin-Fact

01/02/2019

Date

\*\* Signature of Reporting Person

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.