EGGEMEYER JOHN M III

Form 4/A August 02, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

> 10% Owner Other (specify

0.5

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * EGGEMEYER JOHN M III

2. Issuer Name and Ticker or Trading Symbol

Issuer

below)

X_ Director

(Last)

(City)

1. Title of

Security

(Instr. 3)

(First) (Middle)

Bancorp, Inc. [TBBK] 3. Date of Earliest Transaction

(Month/Day/Year)

05/16/2018

(Check all applicable)

6. Individual or Joint/Group Filing(Check

Officer (give title

5. Relationship of Reporting Person(s) to

C/O CASTLE CREEK CAPITAL LLC, 6051 EL TORDO, PO BOX

(Street)

(State)

1329

4. If Amendment, Date Original

Filed(Month/Day/Year) Applicable Line)

05/18/2018

X Form filed by One Reporting Person Form filed by More than One Reporting

RANCHO SANTA FE, CA 92067

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership 7. Nature of Form: Direct (D) or Indirect (I) (Instr. 4)

Indirect Beneficial Ownership (Instr. 4)

(A) Transaction(s)

(Instr. 3 and 4) Code V Amount Price (D)

Common 05/16/2018 Stock

7,500 A (1)

22,500 (1)

See Footnote (2)

Ι

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

(Month/Day/Year)

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 control number.

SEC 1474 (9-02)

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative Securities		e		Secur	rities	(Instr. 5)	Bene
	Derivative							(Instr.	. 3 and 4)		Owne
	Security				Acquired					Follo	
	•				(A) or						Repo
					Disposed						Trans
		of (D)						(Instr			
					(Instr. 3,						`
					4, and 5)						
									Amount		
						Exercisable Date	Expiration	Title Nu of			
							*		Number		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

EGGEMEYER JOHN M III C/O CASTLE CREEK CAPITAL LLC 6051 EL TORDO, PO BOX 1329 RANCHO SANTA FE, CA 92067

X

Signatures

/s/ John M.

Eggemeyer 08/02/2018

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- These restricted stock units, each of which represents the right to receive one share of common stock of The Bancorp, Inc., were issued to Castle Creek Advisors IV LLC ("Advisors IV"), on behalf of John M. Eggemeyer in his capacity as a member of the Board of Directors of The Bancorp, Inc., on May 16, 2018 and will become fully vested on May 16, 2019.

These securities, which include 15,000 shares of common stock of The Bancorp, Inc. previously issued to Advisors IV on behalf of

John M. Eggemeyer in his capacity as a member of the Board of Directors of The Bancorp, Inc., are held directly by Advisors IV. The reporting person disclaims beneficial ownership of all of the securities held by Advisors IV, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

Remarks:

The reporting person is a managing principal of Castle Creek Capital VI LLC, the sole general partner of Castle Creek Capital Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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