#### **EAGLE BANCORP INC**

Form 4/A July 08, 2014

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** OMB 3235-0287

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

Number: January 31, Expires: 2005

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

PINCUS ROBERT P				Symbol EAGLE BANCORP INC [EGBN]						Issuer			
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year) 07/07/2014						(Check all applicable)  _X_ Director 10% Owner Officer (give title below) Other (specify below)				
	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 06/26/2014				1		6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
	(City)	(State)	(Zip)	Tab	ole I - Non	-De	erivative	Secur	rities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
Sec	Citle of curity str. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transacti Code (Instr. 8)	(I	I. Securiti or Dispose Instr. 3, 4	ed of (		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)	
	ommon ock	07/07/2014			M	3	34,630	A	\$ 21.2319	87,912	D		
	ommon ock									55,711	I	By IRA for self	
	ommon ock									10,041	I	By LLC	
	ommon ock									2,274	I	By spouse	
	ommon ock									11,000	I	In trust f/b/o son	

### Edgar Filing: EAGLE BANCORP INC - Form 4/A

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

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)

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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 Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Fidelity 2004 Stock Option Plan Option	\$ 21.2319	07/07/2014(1)		M		34,630	08/31/2008	03/06/2015	Common Stock	34,630

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
PINCUS ROBERT P							
	X						

### **Signatures**

/s/ Robert P.
Pincus

\*\*Signature of Reporting Person

O7/08/2014

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).
- (1) Amended to adjust transaction date. Transaction inadvertantly reported prior to completion of all deliveries required for exercise of options.

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.

Reporting Owners 2