

EAGLE BANCORP INC
Form 4
February 16, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person *
Marquez Antonio F

(Last) (First) (Middle)
6205 MAZWOOD ROAD
(Street)

ROCKVILLE, MD 20852

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EAGLE BANCORP INC [EGBN]

3. Date of Earliest Transaction (Month/Day/Year)
02/14/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP/Chief RE Lending Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ 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 Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	02/14/2017		A	4,356 (1)	A \$ 0 21,654	D	

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)

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Marquez Antonio F 6205 MAZWOOD ROAD ROCKVILLE, MD 20852			EVP/Chief RE Lending Officer	

Signatures

/s/ Antonio F. Marquez
02/16/2017

**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).
- (1) Represents award of restricted stock under the 2016 Stock Plan. Vests in three (3) substantially equal installments commencing on the first anniversary of the date of grant.

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. : black 2px solid; BORDER-RIGHT: black 2px solid">

TYPE OF REPORTING PERSON

HC

CUSIP No. 89148H108

SCHEDULE 13G/A

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NAME OF REPORTING PERSONS

1

Guggenheim Funds Distributors, LLC

2

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) (b)

3

SEC USE ONLY

4

CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

SOLE VOTING POWER

5

0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON

6

SHARED VOTING POWER

544,983

SOLE DISPOSITIVE POWER

7

0

WITH

SHARED DISPOSITIVE POWER

8

544,983

9

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

544,983

10

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.44%

12

TYPE OF REPORTING PERSON

IA & BD

Explanation of Responses:



CUSIP No. 89148H108

SCHEDULE 13G/A

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Item 1. (a) Name of Issuer:

Tortoise Pipeline & Energy Fund, Inc.

(b) Address of Issuer's Principal Executive Offices:

11550 Ash Street, Suite 300, Leawood, KS 66211

Item 2.

(a) Name of Person Filing:

This Statement is jointly filed by Guggenheim Capital, LLC, Guggenheim Partners, LLC, GI Holdco II LLC, GI Holdco LLC, Guggenheim Partners Investment Management Holdings, LLC, Guggenheim Funds Services, LLC and Guggenheim Funds Distributors, LLC ("GFD") pursuant to Rule 13d-1(k)(1). This statement relates to the shares of Common Stock (the "Shares"), of the Issuer beneficially owned directly by GFD, a Delaware limited liability company. GFD acts as sponsor and supervisor of certain unit investment trusts which directly hold the Shares reported herein. In such capacity, GFD acts as sponsor and supervisor of certain unit investment trusts which directly hold the Shares reported herein. GFD has the power to dispose or direct the disposition of the Shares held by these unit investment trusts. These Shares are voted by the trustee of such unit investment trusts so as to insure that the Shares are voted as closely as possible in the same manner and in the same general proportion as are the Shares held by owners other than such unit investment trust. Guggenheim Capital, LLC is the majority owner of Guggenheim Partners, LLC, GI Holdco II LLC, GI Holdco LLC, Guggenheim Partners Investment Management Holdings, LLC, Guggenheim Funds Services, LLC and GFD. GFD is a registered investment adviser under Section 203 of the Investment Advisers Act of 1940 and a broker dealer registered under Section 15 of the Securities and Exchange Act of 1934.

(b) Address of Principal Business Office, or, if none, Residence:

Guggenheim Capital, LLC: 227 West Monroe Street, Chicago, IL 60606

Guggenheim Partners, LLC: 227 West Monroe Street, Chicago, IL 60606

GI Holdco II LLC: 330 Madison Avenue, New York, NY 10017

GI Holdco LLC: 330 Madison Avenue, New York, NY 10017

Guggenheim Partners Investment Management Holdings, LLC: 330 Madison Avenue, New York, NY 10017

Guggenheim Funds Services, LLC: 227 West Monroe Street, Chicago, IL 60606

Guggenheim Funds Distributors, LLC: 227 West Monroe Street, Chicago, IL 60606

(c) Citizenship:

Guggenheim Capital, LLC is a Delaware limited liability company.

Explanation of Responses:

Guggenheim Partners, LLC is a Delaware limited liability company.

GI Holdco II LLC is a Delaware limited liability company.

GI Holdco LLC is a Delaware limited liability company.

Guggenheim Partners Investment Management Holdings, LLC is a Delaware limited liability company.

Guggenheim Funds Services, LLC is a Delaware limited liability company.

Guggenheim Funds Distributors, LLC is a Delaware limited liability company.

(d) Title of Class of Securities:

Common Stock

(e) CUSIP Number:

89148H108

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
 - (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
 - (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
 - (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
 - (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E).
 - (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F).
 - (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G).
 - (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813).
 - (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3).
 - (j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J).
-
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Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

As of December 31, 2017, Guggenheim Capital, LLC may be deemed the beneficial owner of 544,983 Shares, which amount includes 544,983 Shares beneficially owned directly by Guggenheim Funds Distributors, LLC, and indirectly by Guggenheim Funds Services, LLC, Guggenheim Partners Investment Management Holdings, LLC, GI Holdco LLC, GI Holdco II LLC and Guggenheim Partners, LLC.

(b) Percent of class:

5.44% of the Common Stock

(c) Number of shares as to which the person has:

Guggenheim Capital, LLC, Guggenheim Partners, LLC, GI Holdco II LLC, GI Holdco LLC, Guggenheim Partners Investment Management Holdings, LLC, Guggenheim Funds Services, LLC, Guggenheim Funds Distributors, LLC

(i) Sole power to vote or to direct the vote: 0

(ii) Shared power to vote or to direct the vote: 544,983

(iii) Sole power to dispose or to direct the disposition of: 0

(iv) Shared power to dispose or to direct the disposition of: 544,983

CUSIP No. 89148H108

SCHEDULE 13G/A

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Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following o.

Item 6. Ownership of More Than Five Percent on Behalf of Another Person

See disclosure in Item 2 herein. Certain unit investment trusts for which GFD acts as sponsor and supervisor have the right to receive or the power to direct the receipt of dividends from or the profits from the sale of the Shares reported herein.

Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company or Control Person

See disclosure in Item 2 hereof.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Explanation of Responses:

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2018

Guggenheim Capital, LLC

By: Robert A. Saperstein

By: /s/ Robert A. Saperstein

Name: Robert A. Saperstein

Title: Authorized Signatory

Guggenheim Partners, LLC

By: Guggenheim Capital, LLC, parent company

By: /s/ Robert A. Saperstein

Name: Robert A. Saperstein

Title: Senior Managing Director, Authorized Signatory

GI Holdco II LLC

By: Guggenheim Capital, LLC,
parent company

By: /s/ Robert A. Saperstein

Name: Robert A. Saperstein

Title: Authorized Signatory

GI Holdco LLC

By: Guggenheim Capital, LLC,
parent company

By: /s/ Robert A. Saperstein

Name: Robert A. Saperstein

Title: Authorized Signatory

Explanation of Responses:

Guggenheim Partners
Investment Management
Holdings, LLC
By: Guggenheim Capital, LLC,
parent company

By: /s/ Robert A. Saperstein
Name: Robert A. Saperstein
Title: Authorized Signatory

Guggenheim Funds Services,
LLC
By: Guggenheim Capital, LLC,
parent company

By: /s/ Robert A. Saperstein
Name: Robert A. Saperstein
Title: Authorized Signatory

Guggenheim Funds
Distributors, LLC
By: Guggenheim Capital, LLC,
parent company

By: /s/ Robert A. Saperstein
Name: Robert A. Saperstein
Title: Authorized Signatory



JOINT FILING AGREEMENT

The undersigned hereby agree that the statement on Schedule 13G/A with respect to the Common Stock, par value \$0.0007 per share of Tortoise Pipeline & Energy Fund dated as of December 31, 2017 is, and any amendments thereto (including amendments on Schedule 13D) signed by each of the undersigned shall be, filed on behalf of each of us pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

Dated: February 14, 2018

Guggenheim Capital, LLC

By: Robert A. Saperstein

By: /s/ Robert A. Saperstein

Name: Robert A. Saperstein

Title: Authorized Signatory

Guggenheim Partners, LLC

By: Guggenheim Capital, LLC, parent company

By: /s/ Robert A. Saperstein

Name: Robert A. Saperstein

Title: Senior Managing Director, Authorized Signatory

GI Holdco II LLC

By: Guggenheim Capital, LLC,
parent company

By: /s/ Robert A. Saperstein

Name: Robert A. Saperstein

Title: Authorized Signatory

GI Holdco LLC

By: Guggenheim Capital, LLC,
parent company

Explanation of Responses:

By: /s/ Robert A. Saperstein
Name: Robert A. Saperstein
Title: Authorized Signatory

Guggenheim Partners
Investment Management
Holdings, LLC
By: Guggenheim Capital, LLC,
parent company

By: /s/ Robert A. Saperstein
Name: Robert A. Saperstein
Title: Authorized Signatory

Guggenheim Funds Services,
LLC
By: Guggenheim Capital, LLC,
parent company

By: /s/ Robert A. Saperstein
Name: Robert A. Saperstein
Title: Authorized Signatory

Guggenheim Funds
Distributors, LLC
By: Guggenheim Capital, LLC,
parent company

By: /s/ Robert A. Saperstein
Name: Robert A. Saperstein
Title: Authorized Signatory