

EAGLE BANCORP INC  
Form 4  
December 10, 2014

# FORM 4

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

OMB APPROVAL

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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 \*  
Summers David Preston

(Last) (First) (Middle)

21009 STARFLOWER WAY

(Street)

ASHBURN, VA 20147

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/09/2014

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)

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 Indirect Beneficial Ownership (Instr. 4) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
|                                 |                                      |  | Code                           | V   | Amount (A) or Price (D)   |  |   |   |
| Common Stock                    | 12/09/2014                           |  | S                              |   | 200   | D  | \$ 35.17 54,372                                       | D |
| Common Stock                    | 12/09/2014                           |  | S                              |   | 100   | D  | \$ 35.165 54,272                                      | D |
| Common Stock                    | 12/09/2014                           |  | S                              |   | 282   | D  | \$ 35.16 53,990                                       | D |
| Common Stock                    | 12/09/2014                           |  | S                              |   | 1,175   | D  | \$ 35.135 52,815                                      | D |
| Common Stock                    | 12/09/2014                           |  | S                              |   | 100   | D  | \$ 35.1201 52,715                                     | D |
|                                 | 12/09/2014                           |  | S                              |   | 400   | D  | \$ 35.12 52,315                                       | D |

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|              |            |   |       |   |            |        |                  |
|--------------|------------|---|-------|---|------------|--------|------------------|
| Common Stock |            |   |       |   |            |        |                  |
| Common Stock | 12/09/2014 | S | 1,236 | D | \$ 35.115  | 51,079 | D                |
| Common Stock | 12/09/2014 | S | 100   | D | \$ 35.11   | 50,979 | D                |
| Common Stock | 12/09/2014 | S | 607   | D | \$ 35.1    | 50,372 | D                |
| Common Stock | 12/09/2014 | S | 300   | D | \$ 35.095  | 50,072 | D                |
| Common Stock | 12/09/2014 | S | 500   | D | \$ 35.09   | 49,572 | D                |
| Common Stock | 12/09/2014 | S | 100   | D | \$ 35.075  | 49,472 | D                |
| Common Stock | 12/09/2014 | S | 100   | D | \$ 35.065  | 49,372 | D                |
| Common Stock | 12/09/2014 | S | 400   | D | \$ 35.055  | 48,972 | D                |
| Common Stock | 12/09/2014 | S | 100   | D | \$ 35.05   | 48,872 | D                |
| Common Stock | 12/09/2014 | S | 100   | D | \$ 35.045  | 48,772 | D                |
| Common Stock | 12/09/2014 | S | 100   | D | \$ 35.04   | 48,672 | D                |
| Common Stock | 12/09/2014 | S | 100   | D | \$ 35.0325 | 48,572 | D                |
| Common Stock | 12/09/2014 | S | 100   | D | \$ 35.03   | 48,472 | D                |
| Common Stock | 12/09/2014 | S | 400   | D | \$ 35.025  | 48,072 | D                |
| Common Stock | 12/09/2014 | S | 700   | D | \$ 35.015  | 47,372 | D                |
| Common Stock | 12/09/2014 | S | 500   | D | \$ 35.01   | 46,872 | D                |
| Common Stock | 12/09/2014 | S | 100   | D | \$ 34.66   | 46,772 | D                |
| Common Stock |            |   |       |   |            | 19,831 | D <sup>(1)</sup> |
| Common Stock |            |   |       |   |            | 2,520  | D <sup>(2)</sup> |
|              |            |   |       |   |            | 663    | D <sup>(3)</sup> |

Common  
Stock

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

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**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 Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |

## Reporting Owners

| Reporting Owner Name / Address                                     | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| Summers David Preston<br>21009 STARFLOWER WAY<br>ASHBURN, VA 20147 |               | X         |         |       |

## Signatures

/s/ David Preston  
Summers 12/10/2014

\_\_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) Shares jointly owned with spouse.
- (2) Shares jointly owned with children.
- (3) Shares held by spouse.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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