SEC Form 4

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FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] Chen Wendell			2. Issuer Name and Ticker or Trading Symbol <u>RBB Bancorp</u> [RBB]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner						
(Last) 1055 WILSHIR	(First) E BLVD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/09/2023	Officer (give title X Other (specify below) Former Director						
SUITE 1200			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)				X Form filed by One Reporting Person						
LOS ANGELES	5 CA	90017		Form filed by More than One Reporting Person						
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication							
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							

Table I - Non-Derivative S	Securities Ac	cquired, D	isposed of, o	r Beneficially C	Dwned

1. Title of Security (Instr. 3)	Date	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, No Par Value	06/09/2023		М		600	A	\$ <mark>0</mark>	92,271	D	

 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. Transac Code (Ir 8)		n Number				7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Option (right to buy)	\$13.2098							(1)	05/21/2024	Common Stock	10,250		10,250	D	
Option (right to buy)	\$17.08							(2)	05/20/2025	Common Stock	10,000		10,000	D	
Option (right to buy)	\$18.25							(3)	05/17/2026	Common Stock	10,000		10,000	D	
Restricted Stock Units	\$0	06/09/2023		М			600	(5)	(4)	Restricted Stock Units	600	\$0	0	D	

Explanation of Responses:

1. These options vest in three equal annual installments beginning one year after the 05/21/2014 date of grant.

2. These options vest in three equal annual installments beginning one year after the 05/20/2015 date of grant.

3. These options vest in three equal annual installments beginning one year after the 05/17/2016 date of grant.

4. There will be no expiration date once restricted stock units vest.

5. These restricted stock units vest in two installments: 700 at 01/18/2023 and 600 at 01/18/2024.

Remarks:

After the 2023 Annual Shareholder Meeting, Mr. Chen became a former director. The Board of Directors approved the early vesting of Mr. Chen's 600 RSUs to be released on 6/9/2023 instead of the scheduled vesting on 1/18/2024.

<u>/s/ Wendell Chen</u> 06/12/2023

** Signature of Reporting Person Date

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.