SEC Form 4

FORM 4

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

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

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

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1. Name and Addres Chen Wendell	s of Reporting Person	*	2. Issuer Name and Ticker or Trading Symbol RBB Bancorp [RBB]		tionship of Reporting Perso all applicable) Director	n(s) to Issuer 10% Owner		
(Last) 660 S. FIGUERC	(First) DA STREET	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/29/2019		Officer (give title below)	Other (specify below)		
SUITE 1888			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) LOS ANGELES	,			X	Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip)						

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)						6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
				v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock, No Par Value	01/29/2019	01/29/2019	М		10,763	Α	\$9.2915	67,445	D	
Stock Options	01/29/2019	01/29/2019	М		10,763	D	\$ 9.2915	51,776	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. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	umber vative urities uired or oosed o) (Instr. and 5)	6. Date Exerc Expiration Da (Month/Day/Y	ate	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)	\$9.2915	01/29/2019	01/29/2019	М			10,763	(1)	05/18/2021	Common Stock	10,763	\$9.2915	0	D	
Option (right to buy)	\$11.1498							(2)	05/16/2022	Common Stock	10,763		10,763	D	
Option (right to buy)	\$11.1498							(3)	05/15/2023	Common Stock	10,763		10,763	D	
Option (right to buy)	\$13.2098							(4)	05/21/2024	Common Stock	10,250		10,250	D	
Option (right to buy)	\$17.08							(5)	05/20/2025	Common Stock	10,000		10,000	D	
Option (right to buy)	\$18.25							(6)	05/17/2026	Common Stock	10,000		10,000	D	

Explanation of Responses:

1. These options vest in three equal annual installments beginning one year after the 05/18/2011 date of grant.

2. These options vest in three equal annual installments beginning one year after the 05/16/2012 date of grant.

3. These options vest in three equal annual installments beginning one year after the 05/15/2013 date of grant.

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

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

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

Remarks:

Wendell Chen

** Signature of Reporting Person

02/01/2019

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.