1. Title of 2.

3A. Deemed

4.

FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

|   |            |                     | or Section 30(ff) of the investment Company Act of 1940                |  |
|---|------------|---------------------|--|--|
| 1. Name and Address of Reporting Ferson |            |                     | 2. Issuer Name <b>and</b> Ticker or Trading Symbol RBB Bancorp [ RBB ] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  Officer (give title Vother (specify               |
| (Last)<br>1055 WILSHIRE<br>SUITE 1200   | (First)    | (Middle)            | 3. Date of Earliest Transaction (Month/Day/Year) 07/30/2019            | Officer (give title X Other (specify below)  Former Director   |
| (Street) LOS ANGELES (City)             | CA (State) | 90017<br>(Zip)      | 4. If Amendment, Date of Original Filed (Month/Day/Year)               | 6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person |
|   |            | Table I - Non-Deriv | rative Securities Acquired, Disposed of, or Benef                      | icially Owned  |

| Table 1 - Non-Derivative Securities Acquired, Disposed of, or Deriencially Owned |  |   |   |   |                              |                        |                         |   |   |   |  |  |
|--|--|---|---|---|------------------------------|------------------------|-------------------------|---|---|---|--|--|
| 1. Title of Security (Instr. 3)  | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code (Instr.<br>8) |   | 4. Securities<br>Disposed Of | Acquired<br>(D) (Instr | (A) or<br>. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
|  |  |   | Code                                    | v | Amount                       | (A) or<br>(D)          | Price                   | Transaction(s)<br>(Instr. 3 and 4)  |   | (11301. 4)  |  |  |
| Common Stock, No Par Value   | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,763                       | A                      | \$9.2915                | 597,344   | D   |   |  |  |
| Common Stock, No Par Value   | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,763                       | A                      | \$11.1498               | 608,107   | D   |   |  |  |
| Common Stock, No Par Value   | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,763                       | A                      | \$11.1498               | 618,870   | D   |   |  |  |
| Common Stock, No Par Value   | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,250                       | A                      | \$13.2098               | 629,120   | D   |   |  |  |
| Common Stock, No Par Value   | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,000                       | A                      | \$17.08                 | 639,120   | D   |   |  |  |
| Common Stock, No Par Value   | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,000                       | A                      | \$18.25                 | 649,120   | D   |   |  |  |
| Stock Options  | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,763                       | D                      | \$9.2915                | 51,776  | D   |   |  |  |
| Stock Options  | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,763                       | D                      | \$11.1498               | 41,013  | D   |   |  |  |
| Stock Options  | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,763                       | D                      | \$11.1498               | 30,250  | D   |   |  |  |
| Stock Options  | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,250                       | D                      | \$13.2098               | 20,000  | D   |   |  |  |
| Stock Options  | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,000                       | D                      | \$17.08                 | 10,000  | D   |   |  |  |
| Stock Options  | 07/30/2019                                 | 07/30/2019  | M                                       |   | 10,000                       | D                      | \$18.25                 | 0   | D   |   |  |  |

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned |
|---|
| (e.g., puts, calls, warrants, options, convertible securities)                |

5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 10.

| Derivative<br>Security<br>(Instr. 3) | Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | Date<br>(Month/Day/Year) | Execution Date,<br>if any<br>(Month/Day/Year) | Transa<br>Code (<br>8) |   |     |        | Expiration Date<br>(Month/Day/Year) |                    | of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | Derivative<br>Security<br>(Instr. 5) | derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--------------------------------------|---|--------------------------|---|------------------------|---|-----|--------|-------------------------------------|--------------------|--|--|--------------------------------------|--|---|--|
|                                      |   |                          |   | Code                   | v | (A) | (D)    | Date<br>Exercisable                 | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |                                      |  |   |  |
| Option<br>(right to<br>buy)          | \$9.2915  | 07/30/2019               | 07/30/2019                                    | M                      |   |     | 10,763 | (1)                                 | 05/18/2021         | Common<br>Stock  | 10,763                                 | \$9.2915                             | 0  | D   |  |
| Option<br>(right to<br>buy)          | \$11.1498   | 07/30/2019               | 07/30/2019                                    | M                      |   |     | 10,763 | (2)                                 | 05/16/2022         | Common<br>Stock  | 10,763                                 | \$11.1498                            | 0  | D   |  |
| Option<br>(right to<br>buy)          | \$11.1498   | 07/30/2019               | 07/30/2019                                    | M                      |   |     | 10,763 | (3)                                 | 05/15/2023         | Common<br>Stock  | 10,763                                 | \$11.1498                            | 0  | D   |  |
| Option<br>(right to<br>buy)          | \$13.2098   | 07/30/2019               | 07/30/2019                                    | M                      |   |     | 10,250 | (4)                                 | 05/21/2024         | Common<br>Stock  | 10,250                                 | \$13.2098                            | 0  | D   |  |
| Option<br>(right to<br>buy)          | \$17.08   | 07/30/2019               | 07/30/2019                                    | M                      |   |     | 10,000 | (5)                                 | 05/20/2025         | Common<br>Stock  | 10,000                                 | \$17.08                              | 0  | D   |  |
| Option<br>(right to<br>buy)          | \$18.25   | 07/30/2019               | 07/30/2019                                    | M                      |   |     | 10,000 | (6)                                 | 05/17/2026         | Common<br>Stock  | 10,000                                 | \$18.25                              | 0  | D   |  |

|   | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |   |   |   |   |     |   |                    |   |  |  |  |   |  |
|---|--|--|---|---|---|---|-----|---|--------------------|---|--|--|--|---|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code (Instr.<br>8)  5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D) (Instr.<br>3, 4 and 5) |   | 6. Date Exerc<br>Expiration Da<br>(Month/Day/\) | ate | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                    | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |  |
|   |  |  |   | Code  | v | (A)   | (D) | Date<br>Exercisable   | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares   |  |  |   |  |
| Option<br>(right to<br>buy)                         | \$9.2915   |  |   |   |   |   |     | (7)   | 11/18/2018         | Common<br>Stock                                     | 0  |  | 0  | D |  |
| Option<br>(right to<br>buy)                         | \$9.2915   |  |   |   |   |   |     | (8)   | 01/02/2019         | Common<br>Stock                                     | 0  |  | 0  | 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. 7. These options vest in three equal annual installments beginning one year after the 11/18/2008 date of grant.
- $8. \ These \ options \ vest \ in \ three \ equal \ annual \ installments \ beginning \ one \ year \ after \ the \ 01/02/2009 \ date \ of \ grant.$

### Remarks:

<u>Ruey Chyr Kao</u> 08/01/2019

\*\* 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.