SEC Form 4

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

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* **Pang Simon** (Last) (First) (Middle) **660 S. FIGUEROA STREET** **SUITE 1888** (Street) **LOS ANGELES CA 90017** (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol **RBB Bancorp** [**RBB**] 3. Date of Earliest Transaction (Month/Day/Year) 02/16/2018 4. If Amendment, Date of Original Filed (Month/Day/Year) 02/16/2018	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director ☐ 10% Owner ☐ X Officer (give title below) Other (specify below) ☐ EVP 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-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 (D)	Price			
Common Stock, No Par Value	02/16/2018	02/16/2018	M		110,287	A	$9.2915	135,041	D	
Common Stock, No Par Value	02/16/2018	02/16/2018	M		35,287	D	$26.056	99,754	D	
Common Stock, No Par Value	02/16/2018	02/16/2018	M		75,000	D	$26.393	24,754	D	
Stock Options	02/16/2018	02/16/2018	M		110,287	D	$9.2915	121,078	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. 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 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	02/16/2018	02/16/2018	M			104,906	(1)	11/04/2018	Common Stock	104,906	$9.2915	0	D	
Option (right to buy)	$9.2915	02/16/2018	02/16/2018	M			5,381	(2)	11/18/2018	Common Stock	5,381	$9.2915	0	D	
Option (right to buy)	$11.1498							(3)	01/01/2023	Common Stock	121,078		121,078	D	

Explanation of Responses:

1. These options vest in three equal annual installments beginning one year after the 11/04/2008 date of grant.
2. These options vest in three equal annual installments beginning one year after the 11/18/2008 date of grant.
3. These options vest in three equal annual installments beginning one year after the 01/01/2013 date of grant.

Remarks:

Simon Pang   11/08/2018

** 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.