#### **EAGLE BANCORP INC**

Form 4

February 12, 2015

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

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Check this box if no longer subject to Section 16. Form 4 or Form 5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

(Finit of Type R	esponses)										
1. Name and Address of Reporting Person * Weinstein Leland M			2. Issuer Name <b>and</b> Ticker or Trading Symbol EAGLE BANCORP INC [EGBN]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (N	Middle)	3. Date of Earliest Transaction			(Check all applicable)					
				(Month/Day/Year)						% Owner	
1010 WAYNE AVENUE, SUITE 720			02/10/2015					Officer (give title below)  Other (special below)			
	(Street)		4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check					
Filed( SILVER SPRING, MD 20910				led(Month/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(Stata)	(Zin)									
(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) Execution Date any (Month/Day/		on Date, if	n Date, if TransactionAc Code Di			)	5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	02/10/2015			A	2,840 (1)	A	\$0	66,609	D		
Common Stock								63,053	I	IRA for benefit of reporting person	
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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

### **Reporting Owners**

eporting Owner Name / Address	<b></b>						
	Director	10% Owner	Officer	Otl			

ther

Relationships

Weinstein Leland M 1010 WAYNE AVENUE X **SUITE 720** SILVER SPRING, MD 20910

### **Signatures**

/s/ Leland M. 02/12/2015 Weinstein

\*\*Signature of Reporting 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).
- Represents an award of restricted stock pursuant to 2006 Stock Plan. Award vests in three substantially equal annual installments, commencing on the first anniversary of grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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