

Solera National Bancorp, Inc.
 Form 4/A
 March 26, 2014

FORM 4

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

OMB APPROVAL

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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 OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
FENTON ROBERT J

2. Issuer Name and Ticker or Trading Symbol
**Solera National Bancorp, Inc.
 [OTCQB:SLRK]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
319 S. SHERIDAN BLVD.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Chief Financial Officer

LAKWOOD, CO 80226
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
02/28/2014

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)
Common Stock, \$.01 Par Value ⁽⁵⁾	02/28/2014		M	7,500 A	\$ 3 51,875 ⁽³⁾	D	
Common Stock, \$.01 Par Value ⁽⁵⁾	02/28/2014		M	2,500 A	\$ 3.35 54,375 ⁽⁴⁾	D	
Common Stock, \$.01 Par Value					250	I	By Son

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Common Stock, \$.01 Par Value	250	I	By Daughter
Common Stock, \$.01 Par Value	250	I	By Daughter
Common Stock, \$.01 Par Value	250	I	By Son

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Stock Option (Right to Buy)	\$ 3	02/28/2014		M	7,500	<u>(1)</u> 01/14/2021	Common Stock, \$.01 Par Value	7,500	
Stock Option (Right to Buy)	\$ 3.35	02/28/2014		M	2,500	<u>(2)</u> 01/13/2022	Common Stock, \$.01 Par Value	2,500	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FENTON ROBERT J 319 S. SHERIDAN BLVD.			EVP, Chief Financial Officer	

LAKEWOOD, CO 80226

Signatures

John P. Carmichael,
Attorney-in-fact

03/24/2014

 **Signature of Reporting Person

 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).

(1) 10,000 Incentive Stock Options were granted to the Reporting Person on January 14, 2011. Beginning February 14, 2011, the Incentive Stock Options began vesting ratably over 48 equal monthly installments. On February 28, 2014, 7,500 Incentive Stock Options were exercised by the Reporting Person. As a result, 2,500 Stock Options are still held by the Reporting Person exercisable at \$3.00 per share.

(2) 10,000 Incentive Stock Options were granted to the Reporting Person on January 13, 2012. Beginning February 13, 2012, the Incentive Stock Options began vesting ratably over 48 equal monthly installments. On February 28, 2014, 2,500 Incentive Stock Options were exercised by the Reporting Person. As a result, 7,500 Stock Options are still held by the Reporting Person exercisable at \$3.35 per share.

(3) 51,875 shares owned jointly with spouse

(4) 54,375 shares owned jointly with spouse

(5) Amended to report a separate line for the exercise of two separate stock options, correct the transaction code for the stock option exercises and include the exercise price of each stock option.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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