Pelham Peter Form 4 April 04, 2012

FORM 4

OMB APPROVAL UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Washington, D.C. 20549

Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

subject to

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Pelham Peter			2. Issue Symbol	r Name an	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
				Bancorp [BMRC]	(Check all applicable)				
(Last)	(First)	(Middle)	3. Date o	f Earliest T	ransaction				
504 REDWOOD BOULEVARD, SUITE 100			(Month/I 02/10/2	Day/Year) 2012		Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President			
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
NOVATO	, CA 94947		Filed(Mo	nth/Day/Yea	r)	Applicable Line) _X_ Form filed by Form filed by Person	1 0		
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative Securities Acc	quired, Disposed (of, or Beneficial	ly Owned	
1.Title of	2. Transaction Da	ite 2A. Deei	med	3.	4. Securities Acquired	5. Amount of	6.	7. Nature	
Security	(Month/Day/Year	e) Executio	n Date, if	Transacti	or(A) or Disposed of (D)	Securities	Ownership	Indirect	
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Beneficially	Form: Direct	Beneficial	
		(N.E. 41./I	D /X/	(T (0)		0 1	(D)	0 1:	

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities on(A) or Dispo (Instr. 3, 4 and Amount	sed of		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	04/02/2012		A	700	A	\$0	5,867.858	D	
Common Stock	02/10/2012		<u>J(1)</u>	34.8536	A	\$ 0	7,498.7416	I	By ESOP
Common Stock	03/01/2012		J(2)	535.2736	A	\$0	8,034.0152	I	By ESOP
Common Stock	02/10/2012		J <u>(1)</u>	6.4105	A	\$0	1,492.1689	I	By 401(k) Plan

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

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SEC 1474 (9-02)

> 8. l De Sec (In

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. Transacti Code (Instr. 8)	See Ac (A Dis	curitie equirec) or sposec	ative s d	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)	
				Code V	· ((A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 38.18	04/02/2012		A	2,	,650		(3)	04/02/2022	Common Stock	2,650
Stock Options (Right to buy)	\$ 38							(3)	04/01/2021	Common Stock	1,650
Stock Options (Right to buy)	\$ 33.1							(3)	04/01/2020	Common Stock	1,750
Stock Options (Right to buy)	\$ 22.25							(3)	04/01/2019	Common Stock	4,000
Stock Options (Right to buy)	\$ 28.75							(3)	05/01/2018	Common Stock	2,300
Stock Options (Right to buy)	\$ 35.18							(3)	05/01/2017	Common Stock	4,000
Stock Options (Right to	\$ 34.5							(3)	05/01/2016	Common Stock	5,000

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buy)				
Stock Options (Right to buy) \$ 25.3848	<u>(4)</u>	04/01/2014	Common Stock	1,654
Stock Options (Right to buy) \$ 17.2019	<u>(4)</u>	04/01/2013	Common Stock	1,737

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Reporting Owners

Reporting Owner Name / Address	Keiationsinps						
	Director	10% Owner	Officer	Other			
Pelham Peter			Executive				
504 REDWOOD BOULEVARD, SUITE 100			Vice				
NOVATO, CA 94947			President				

Signatures

Megan Garner,
Attorney-in-Fact

**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) Exempt under Rule 16A-11 Additional shares resulting from dividend reinvestments
- (2) Reflects ESOP allocations that have occured since 1/1/2012.
- (3) Exercisable 20% per year beginning on first anniversary date of grant
- (4) Exercisable 20% per year beginning on date of grant

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