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Weinstein Le	land M										
Form 4											
February 13,									0145.4		
FORM	4 UNITED S	TATES	SECUD	ITIES AT		יאנוי	NCE	COMMISSION	т	PPROVAL	
	Washington, D.C. 20549						OMB Number:	3235-0287			
Check this if no long subject to Section 16 Form 4 or	er STATEM 5.	x STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires: January 31 200 Estimated average burden hours per response 0.	
Form 5 obligations may continue. See Instruction 1(b). 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 R	esponses)										
Weinstein Leland M S			2. Issuer Name and Ticker or Trading Symbol EAGLE BANCORP INC [EGBN]					5. Relationship of Reporting Person(s) to Issuer			
				te of Earliest Transaction				(Check all applicable)			
(]			(Month/Day/Year) 02/07/2012					_X_ Director10% Owner Officer (give titleOther (specify below) below)			
				endment, Date Original onth/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 			
SILVER SPI	RING, MD 20910)						Person	More than One R	eporting	
(City)	(State) (Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	curity (Month/Day/Year) Execution Date, if		3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or				Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)			
Common Stock	02/07/2012			Code V A	Amount 3,200 (1)	(D) A	Price \$ 0	(Instr. 3 and 4) 47,883	D		
Common Stock								56,650	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 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Weinstein Leland M 1010 WAYNE AVENUE SUITE 1450 SILVER SPRING, MD 20910	X							
Signatures								
/s/ Leland M. Weinstein	02/13/2012	2						
<u>**</u> 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) Represents award of restricted stock under 2006 Stock Plan. Vests in five equal annual installments commencing on date of grant.

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.