

Myers Timothy D
Form 4
March 05, 2018

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Myers Timothy D

(Last) (First) (Middle)

504 REDWOOD BOULEVARD,
STE 100

(Street)

NOVATO, CA 94947

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Bank of Marin Bancorp [BMRC]

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

03/01/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)

Executive Vice President

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	03/01/2018		A		990	A \$ 0 6,640	D
Common Stock	03/01/2018		A		210	A \$ 0 6,850	D
Common Stock	03/01/2018		A		370	A \$ 0 7,220	D
Common Stock						4,402.1377	I By ESOP

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

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 control number.

SEC 1474
(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. Price Derivative Security (Instr. 5)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 67.15							<u>(1)</u>	03/01/2028	Common Stock	1,000
Stock Options (Right to buy)	\$ 67.15							<u>(2)</u>	03/01/2028	Common Stock	2,070
Stock Options (Right to buy)	\$ 69.6							<u>(2)</u>	03/01/2027	Common Stock	1,860
Stock Options (Right to buy)	\$ 49.65							<u>(2)</u>	03/01/2026	Common Stock	2,690
Stock Options (Right to buy)	\$ 50.75							<u>(3)</u>	03/02/2025	Common Stock	1,490
Stock Options (Right to Buy)	\$ 45.88							<u>(3)</u>	04/01/2024	Common Stock	650
Stock	\$ 39.35							<u>(3)</u>	04/01/2023	Common	300

Options (Right to buy)					Stock	
Stock Options (Right to buy)	\$ 38.18	(3)	04/02/2022	Common Stock	500	
Stock Options (Right to buy)	\$ 38	(3)	04/01/2021	Common Stock	275	
Stock Options (Right to buy)	\$ 33.1	(3)	04/01/2020	Common Stock	120	
Stock Options (Right to buy)	\$ 22.25	(3)	04/01/2019	Common Stock	140	
Stock Options (Right to buy)	\$ 28.75	(3)	05/01/2018	Common Stock	80	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Myers Timothy D 504 REDWOOD BOULEVARD, STE 100 NOVATO, CA 94947			Executive Vice President	

Signatures

Krissy Meyer,
Attorney-in-Fact 03/05/2018

__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) Exercisable 33% immediately, then 33% per year on first anniversary date of grant.

(2) Exercisable 33% per year beginning on first anniversary date of grant

(3) Exercisable 20% per year beginning on first anniversary 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.

Edgar Filing: Myers Timothy D - Form 4

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.