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Bank of Marin Bancorp Form 8-K July 19, 2013

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) July 19, 2013

Bank of Marin Bancorp

(Exact name of Registrant as specified in its charter)

California 001-33572 20-8859754

(State or other jurisdiction of incorporation) (File number) (I.R.S. Employer Identification No.)

504 Redwood Blvd., Suite 100, Novato, CA 94947 (Address of principal executive office) (Zip Code)

Registrant's telephone number, including area code: (415) 763-4520

Not Applicable

(Former name or former address, if changes since last report)

Check the appropriate box below if the Form 8-K filing is to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

x Written communications pursuant to Rule 425 under the Securities Act (17CFR 230.425)

"Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

"Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

"Pre-commencement communications pursuant to Rule 13e-4(c)) under the Exchange Act (17 CFR 240.13e-4(c))

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Section 7 - Regulation FD

Item 7.01 Regulation FD Disclosure

Bank of Marin Bancorp (NASDAQ: BMRC) announced that President and Chief Executive Officer, Russell A. Colombo and Senior Vice President and Commercial Banking Manager, Timothy D. Myers, will make a presentation on July 30, 2013 at the Keefe, Bruyette & Woods Community Bank Investor Conference in New York City.

A copy of the slide presentation will be available on July 30, 2013 through Bank of Marin's website at www.bankofmarin.com under "About Us/Press and News." Refer to the KBW Community Bank Investor Conference. The archived slides will be available for sixty days.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: July 19, 2013 BANK OF MARIN BANCORP

By: /s/ Larry Olafson Larry Olafson Interim Chief Financial Officer