

IMPERIAL CAPITAL BANCORP, INC.

Form 4

May 22, 2008

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HALIGOWSKI GEORGE W

(Last) (First) (Middle)

**C/O IMPERIAL CAPITAL
BANCORP, INC., 888 PROSPECT
STREET**

(Street)

LA JOLLA, CA 92037

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

**IMPERIAL CAPITAL BANCORP,
INC. [IMP]**

3. Date of Earliest Transaction
(Month/Day/Year)
05/20/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO

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 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	05/20/2008		I		200 ⁽¹⁾	A \$ 10.27	71,216 I By Def. Comp. Plan
Common Stock	05/20/2008		I		700 ⁽¹⁾	A \$ 10.28	71,916 I By Def. Comp. Plan
Common Stock	05/20/2008		I		2,500 ⁽¹⁾	A \$ 10.29	74,416 I By Def. Comp. Plan

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Common Stock	05/20/2008	I	<u>3,240</u> (1)	A	\$ 10.3	77,656	I	By Def. Comp. Plan
Common Stock	05/20/2008	I	640 <u>(1)</u>	A	\$ 10.31	78,296	I	By Def. Comp. Plan
Common Stock	05/20/2008	I	<u>3,100</u> (1)	A	\$ 10.32	81,396	I	By Def. Comp. Plan
Common Stock	05/20/2008	I	760 <u>(1)</u>	A	\$ 10.33	82,156	I	By Def. Comp. Plan
Common Stock	05/20/2008	I	<u>1,000</u> (1)	A	\$ 10.34	83,156	I	By Def. Comp. Plan
Common Stock	05/20/2008	I	<u>29,660</u> (1)	A	\$ 10.35	112,816	I	By Def. Comp. Plan
Common Stock	05/21/2008	I	795 <u>(1)</u>	A	\$ 10.01	113,611	I	By Def. Comp. Plan
Common Stock	05/21/2008	I	300 <u>(1)</u>	A	\$ 10.05	113,911	I	By Def. Comp. Plan
Common Stock	05/21/2008	I	<u>1,200</u> (1)	A	\$ 10.06	115,111	I	By Def. Comp. Plan
Common Stock	05/21/2008	I	<u>2,600</u> (1)	A	\$ 10.08	117,711	I	By Def. Comp. Plan
Common Stock	05/21/2008	I	<u>2,500</u> (1)	A	\$ 10.1	120,211	I	By Def. Comp. Plan
Common Stock	05/21/2008	I	<u>1,700</u> (1)	A	\$ 10.13	121,911	I	By Def. Comp. Plan
Common Stock	05/21/2008	I	700 <u>(1)</u>	A	\$ 10.14	122,611	I	By Def. Comp. Plan
Common Stock	05/21/2008	I	200 <u>(1)</u>	A	\$ 10.15	122,811	I	By Def. Comp. Plan
Common Stock	05/21/2008	I	<u>1,000</u> (1)	A	\$ 10.16	123,811	I	By Def. Comp. Plan

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Common Stock	05/21/2008	I	100 ⁽¹⁾	A	\$ 10.18	123,911	I	Plan By Def. Comp. Plan
Common Stock	05/21/2008	I	2,205 ⁽¹⁾	A	\$ 10.2	126,116	I	By Def. Comp. Plan
Common Stock						169,059	I	By SERP
Common Stock						300	D	

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. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 30.75					<u>(2)</u>	08/08/2017	Common Stock	25,000	
Stock Option (Right to Buy)	\$ 48.46					12/19/2005	12/19/2015	Common Stock	50,000	
Stock Option (Right to Buy)	\$ 14					<u>(3)</u>	02/02/2009	Common Stock	10,000	

Stock					
Option	\$ 23	(4)	02/19/2012	Common	37,500
(Right to Buy)				Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HALIGOWSKI GEORGE W C/O IMPERIAL CAPITAL BANCORP, INC. 888 PROSPECT STREET LA JOLLA, CA 92037	X		President and CEO	

Signatures

/s/ George W. Haligowski 05/22/2008

__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 acquisition of shares under the Issuer's Non-Qualified Employer Securities Deferred Compensation Plan.
- (2) Vesting schedule is as follows: one-third on August 8, 2008, one-third on August 8, 2009 and one-third on August 8, 2010.
- (3) One-third of the option vested on February 2, 2000, one-third vested on February 2, 2001 and one-third vested on February 2, 2002.
- (4) One-third of the option vested on February 19, 2003, one-third vested on February 19, 2004 and one-third vested on February 19, 2005.

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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