EAGLE BANCORP INC

Form 4

September 17, 2009

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

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January 31, 2005

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obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **GROSS NEAL R**

2. Issuer Name and Ticker or Trading Symbol

EAGLE BANCORP INC [EGBN]

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

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

09/16/2009

(Check all applicable)

_X__ Director Officer (give title below)

10% Owner _ Other (specify

NEAL R GROSS & CO INC, 1323 RHODE ISLAND AVE NW

(First)

(Street)

4. If Amendment, Date Original

Filed(Month/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

WASHINGTON, DC 20005

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benefit							ficially 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 on(A) or Disposed of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)		
Common Stock	09/16/2009		P	45,474	A	\$ 8.2	101,857	I	By Spouse	
Common Stock	09/16/2009		P	15,010	A	\$ 8.2	265,616	I	By IRA for Self	
Common Stock	09/16/2009		P	30,926	A	\$ 8.2	353,074	I	By LLC of which reporting person & spouse are managing members/trust for family	

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								members is a member
Common Stock	09/16/2009	P	14,500	A	\$ 8.2	14,500	I	By Spouse's IRA
Common Stock						98,830	D	
Common Stock	09/16/2009	P	16,190	A	\$ 8.2	24,220	I	By spouse's Defined Benfit Pension 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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	Date Exer	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	ctionNumber	Expiration D	ate	Amou	ınt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8	3) Derivati	ve		Secur	ities	(Instr. 5)
	Derivative				Securitie	es		(Instr.	3 and 4)	
	Security				Acquire	d				
	·				(A) or					
					Dispose	d				
					of (D)					
					(Instr. 3	,				
					4, and 5)				
									Amount	
						Date	Expiration		or	
						Exercisable	Date	Title	Number	
									of	
				Code	V (A) (D)			Shares	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

GROSS NEAL R
NEAL R GROSS & CO INC
1323 RHODE ISLAND AVE NW
WASHINGTON, DC 20005

X

Signatures

/s/ Neal R. 09/17/2009 Gross

Date

Reporting Owners 2

**Signature of Reporting Person

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).

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.

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