

# Section 1: 8-K (FORM 8-K)

**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): May 7, 2019

**Eagle Bancorp, Inc.**

(Exact Name of Registrant as Specified in Charter)

**MARYLAND**

(State or Other Jurisdiction of Incorporation)

**0-25923**

(Commission File Number)

**52-2061461**

(I.R.S. Employer Identification Number)

**7830 Old Georgetown Road, Third Floor, Bethesda, Maryland 20814**

(Address of Principal Executive Offices) (Zip Code)

**301-986-1800**

(Registrant's telephone number, including area code)

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

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

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

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01 par value	EGBN	The Nasdaq Capital Market



**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

The Board of Directors of the Company has appointed the interim President and Chief Executive Officer Susan G. Riel, to the permanent position of President and Chief Executive Officer.

The Company issued a press release on May 6, 2019 announcing the appointment of Susan G. Riel as President and Chief Executive Officer of Eagle Bancorp, Inc. and EagleBank, a copy of which is attached as Exhibit 99.1 hereto.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<u>No.</u>	<u>Description</u>
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<u>99.1</u>	<u><a href="#">Press Release dated May 6, 2019.</a></u>
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## SIGNATURE

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.

**Eagle Bancorp, Inc.**

Date: May 7, 2019

By: /s/ Charles D. Levingston  
Charles D. Levingston  
Executive Vice President, Chief Financial Officer

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## Section 2: EX-99.1 (PRESS RELEASE)

### EXHIBIT 99.1

### **Eagle Bancorp Announces The Appointment of Susan G. Riel as President and Chief Executive Officer of Eagle Bancorp, Inc. and EagleBank**

BETHESDA, Md., May 06, 2019 (GLOBE NEWSWIRE) -- Eagle Bancorp, Inc., (the "Company") (NASDAQ: EGBN), the parent company of EagleBank (the "Bank"), today announced that interim President and Chief Executive Officer Susan G. Riel has been appointed permanent President and Chief Executive Officer of Eagle Bancorp and EagleBank.

"After thoughtful evaluation and consideration, the Board of Directors determined that there is no better qualified individual to serve as Eagle's President & CEO," stated Chairman of the Board, Norman R. Pozez. "The Board and I are confident that Susan is the right person to continue to drive Eagle's growth strategies and enhance shareholder value. She is a seasoned leader with significant experience, deep industry knowledge and record of success – all critical factors for selecting Susan as Eagle's next leader. We are looking forward to her continued tenure," commented Mr. Pozez.

Ms. Riel has over 35 years of banking experience and joined EagleBank during its organization. She assumed the responsibility of Chief Operating Officer in 2006, and joined the Company's Board of Directors in 2017 and the Bank's Board in 2018. "I am honored to permanently assume the President & CEO role ... our future could not be brighter," noted Ms. Riel.

#### **About Eagle Bancorp, Inc. and EagleBank**

Eagle Bancorp, Inc. is the holding company for EagleBank, which commenced operations in 1998. EagleBank is headquartered in Bethesda, Maryland, and conducts full service commercial banking through 20 offices, located in Suburban, Maryland, Washington, D.C. and Northern Virginia. EagleBank focuses on building relationships with businesses, professionals and individuals in its marketplace.

#### **Caution About Forward-Looking Statements**

This press release contains forward-looking statements within the meaning of the Securities Exchange Act of 1934, as amended, including statements of goals, intentions, and expectations as to future trends, plans, events or results of Company operations and policies and regarding general economic conditions. These forward-looking statements are based on current expectations that involve risks, uncertainties and assumptions. Because of these uncertainties and the assumptions on which the forward-looking statements are based, actual future operations and results in the future may differ materially from those indicated herein. Readers are cautioned against placing undue reliance on any such forward-looking statements. For details on factors that could affect these expectations, see the risk factors and other cautionary language included in the Company's Annual Report on Form 10-K for the year ended December 31, 2018, and other filings with the SEC. Except as required by law, the Company does not undertake to update forward-looking statements contained in this release.

EagleBank Contact

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301.986.1800

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