

NORTHRIM BANCORP INC

Form 4

July 07, 2016

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hartung Steven L

2. Issuer Name **and** Ticker or Trading
Symbol
NORTHRIM BANCORP INC
[NRIM]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3111 C STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/06/2016

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, Corp Development Officer

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
Person

ANCHORAGE, AK 99503

(City) (State) (Zip)

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 Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	07/06/2016		M ⁽¹⁾		2,399	A	\$ 25.943	12,151	D
Common Stock	07/06/2016		F		2,298	D	\$ 27.52	9,853	D
Common Stock	07/06/2016		M ⁽¹⁾		3,922	A	\$ 23	13,775	D
Common Stock	07/06/2016		F		3,449	D	\$ 27.52	10,326	D
Common Stock	07/06/2016		M ⁽¹⁾		3,341	A	\$ 12.74	13,667	D

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Common Stock 07/06/2016 F 2,026 D \$ 27.52 11,641 D

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

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Nso Employee Stock Option (Right to Buy)	\$ 25.943	07/06/2016		M		2,399		11/01/2007	11/01/2016	Common Stock	2,399
Nso Employee Stock Option (Right to Buy)	\$ 23	07/06/2016		M		3,922		11/01/2008	11/01/2017	Common Stock	3,922
Nso Employee Stock Option (Right to Buy)	\$ 12.74	07/06/2016		M		3,341		11/05/2009	11/05/2018	Common Stock	3,341

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other

Hartung Steven L
3111 C STREET
ANCHORAGE, AK 99503

EVP, Corp Development Officer

Signatures

/s/ Steven L.

Hartung

07/07/2016

 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) The acquisition of the shares, as adjusted for dividends, through the exercise of the stock option under the Northrim BanCorp, Inc. Stock Option Plan is exempt pursuant to Section 16(b) of the Securities Exchange Act of 1934.

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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