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FR Y-6
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Approval expires December 31, 2015
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MAY 14 2015

Board of Governors of the Federal Reserve System



FRB RICHMOND

Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The Annual Report of Holding Companies must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

December 31, 2014

Month / Day / Year

549300B47NZODRMG3D47

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, Ronald D. Paul

Name of the Holding Company Director and Official

Chairman, President & CEO

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Eagle Bancorp, Inc.

Legal Title of Holding Company

7830 Old Georgetown Road

(Mailing Address of the Holding Company) Street / P.O. Box

Bethesda

MD

20814

City

State

Zip Code

attest that the Annual Report of Holding Companies (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Physical Location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

James H. Langmead

CFO

Name

Title

240-497-1678

Area Code / Phone Number / Extension

301-986-0760

Area Code / FAX Number

jlangmead@eaglebankcorp.com

E-mail Address

NONE

Signature of Holding Company Director and Official

3/26/15

Address (URL) for the Holding Company's web page

Date of Signature

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

For Federal Reserve Bank Use Only

RSSD ID
C.I.

2652104

Does the reporter request confidential treatment for any portion of this submission?

Yes Please identify the report items to which this request applies:

- In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.
- The information for which confidential treatment is sought is being submitted separately labeled "Confidential."

No

Federal Reserve Form FR Y-6

Eagle Bancorp, Inc.

December 31, 2014

Report Item 1: Annual Report to Shareholders for year ended December 31, 2014

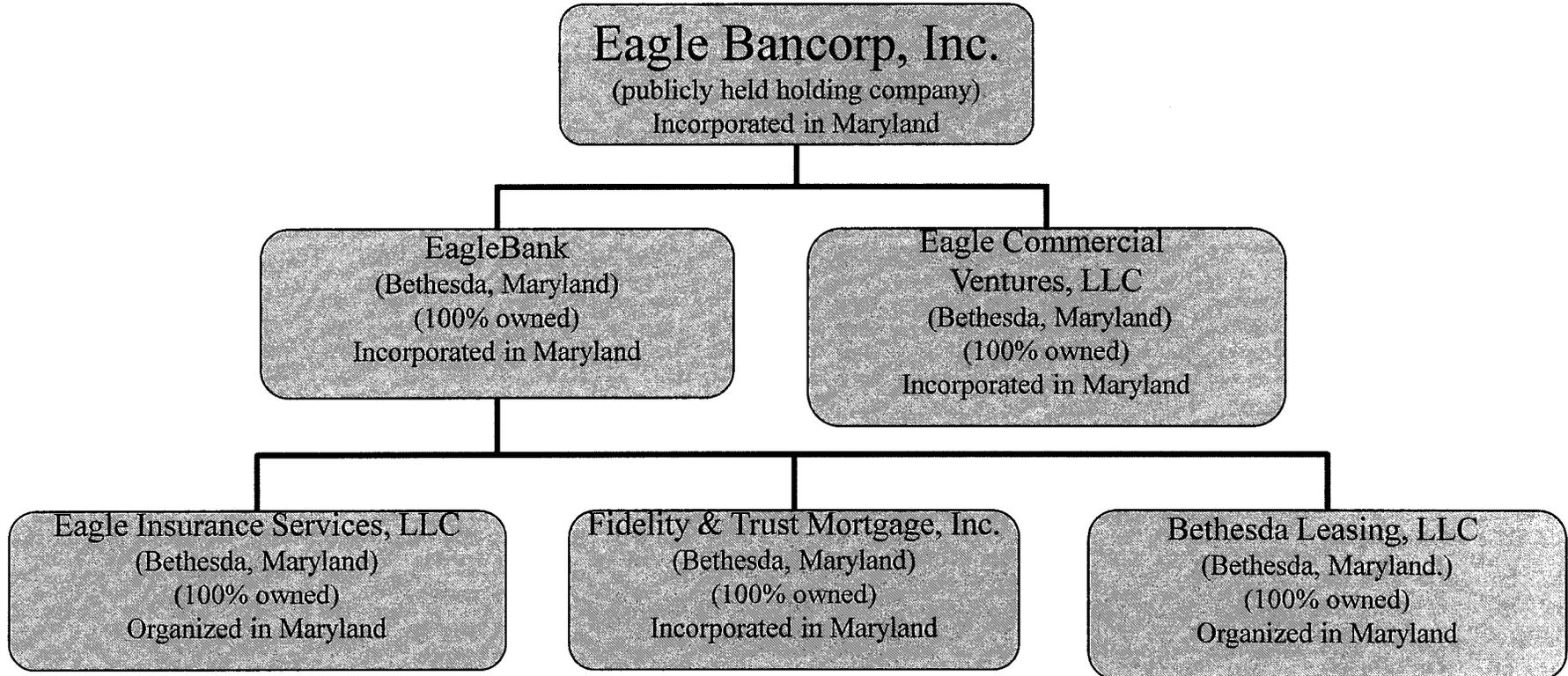
(Form 10K filed with the Securities and Exchange Commission on March 2, 2015)

~~**SEE ATTACHED**~~

Eagle Bancorp, Inc

Bethesda, Maryland

Organization Chart



Member Interest:

Eagle Bancorp, Inc - non-managing member of Eagle Commercial Ventures, Inc.

EagleBank – non-managing member of Eagle Insurance Services, LLC

EagleBank – non-managing member of Bethesda Leasing, LLC

Results: A list of branches for your depository institution: EAGLEBANK (ID_RSSD: 2652092).
 This depository institution is held by EAGLE BANCORP, INC. (2652104) of BETHESDA, MD.
 The data are as of 12/31/2014. Data reflects information that was received and processed through 01/07/2015.

Reconciliation and Verification Steps

1. In the Data Action column of each branch row, enter one or more of the actions specified below.
2. If required, enter the data in the Effective Date column.

Actions

OK: If the branch information is correct, enter 'OK' in the Data Action column.

Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the Data Action column and the date when this information first became valid in the Effective Date column.

Close: If a branch listed was sold or closed, enter 'Close' in the Data Action column and the sale or closure date in the Effective Date column.

Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the Data Action column.

Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the Data Action column and the opening or acquisition date in the Effective Date column.

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper.

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information.

If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail.

Note:

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a Data Action of Change, Close, Delete, or Add.

The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>.

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required.

Data Action	Effective Date	Branch Service Type	Branch ID	RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID	RSSD*	Comments
OK		Full Service (Head Office)		2652092	EAGLEBANK	7815 WOODMONT AVENUE	BETHESDA	MD	20814	MONTGOMERY	UNITED STATES	61426	0	EAGLEBANK		2652092	
OK		Full Service		3288797	DUPONT CIRCLE BRANCH	1228 CONNECTICUT AVENUE NW	WASHINGTON	DC	20036	DISTRICT OF COLUMBIA	UNITED STATES	431742	7	EAGLEBANK		2652092	
OK		Full Service		4158392	GALLERY PLACE BRANCH	700 7TH STREET, NW	WASHINGTON	DC	20001	DISTRICT OF COLUMBIA	UNITED STATES	264006	18	EAGLEBANK		2652092	
OK		Full Service		3461817	GEORGETOWN BRANCH	1044 WISCONSIN AVENUE, NW	WASHINGTON	DC	20007	DISTRICT OF COLUMBIA	UNITED STATES	453090	13	EAGLEBANK		2652092	
OK		Full Service		3029936	K STREET BRANCH	2001 K ST NORTHWEST	WASHINGTON	DC	20006	DISTRICT OF COLUMBIA	UNITED STATES	362095	4	EAGLEBANK		2652092	
OK		Full Service		3322392	MCPHERSON SQUARE BRANCH	1425 K STREET NW	WASHINGTON	DC	20005	DISTRICT OF COLUMBIA	UNITED STATES	443456	9	EAGLEBANK		2652092	
OK		Full Service		3445161	CHEVY CHASE BRANCH	15 WISCONSIN CIRCLE	CHEVY CHASE	MD	20815	MONTGOMERY	UNITED STATES	453540	10	EAGLEBANK		2652092	
OK		Full Service		3984558	PARK POTOMAC BRANCH	12505 PARK POTOMAC AVENUE	POTOMAC	MD	20854	MONTGOMERY	UNITED STATES	498640	17	EAGLEBANK		2652092	
OK		Full Service		2732398	ROCKVILLE BRANCH	110 NORTH WASHINGTON ST	ROCKVILLE	MD	20850	MONTGOMERY	UNITED STATES	290798	1	EAGLEBANK		2652092	
OK		Full Service		3636651	ROLLINS AVENUE BRANCH	130 ROLLINS AVENUE UNIT 130	ROCKVILLE	MD	20852	MONTGOMERY	UNITED STATES	479350	16	EAGLEBANK		2652092	
OK		Full Service		3103256	SHADY GROVE BRANCH	9600 BLACKWELL ROAD	ROCKVILLE	MD	20850	MONTGOMERY	UNITED STATES	363694	5	EAGLEBANK		2652092	
OK		Full Service		2732408	SILVER SPRING BRANCH	8865-B GEORGIA AVE	SILVER SPRING	MD	20910	MONTGOMERY	UNITED STATES	290799	2	EAGLEBANK		2652092	
OK		Full Service		4495202	OLD TOWN ALEXANDRIA BRANCH	277 SOUTH WASHINGTON STREET	ALEXANDRIA	VA	22314	ALEXANDRIA CITY	UNITED STATES	Not Required	Not Required	EAGLEBANK		2652092	
OK		Limited Service		4681313	ARLINGTON BRANCH	4040 N. FAIRFAX DRIVE, SUITE 100	ARLINGTON	VA	22203	ARLINGTON	UNITED STATES	Not Required	Not Required	EAGLEBANK		2652092	
OK		Full Service		4338000	BALLSTON BRANCH	4420 NORTH FAIRFAX DRIVE	ARLINGTON	VA	22203	ARLINGTON	UNITED STATES	532360	20	EAGLEBANK		2652092	
OK		Full Service		4351634	ROSSLYN BRANCH	1919 N. LYNN STREET	ARLINGTON	VA	22209	ARLINGTON	UNITED STATES	532359	19	EAGLEBANK		2652092	
OK		Full Service		3549087	CHANTILLY BRANCH	13986 METROTECH DRIVE	CHANTILLY	VA	20151	FAIRFAX	UNITED STATES	Not Required	Not Required	EAGLEBANK		2652092	
OK		Full Service		4033695	FAIRFAX BRANCH	11166 FAIRFAX BOULEVARD, SUITE 100	FAIRFAX	VA	22030	FAIRFAX CITY	UNITED STATES	Not Required	Not Required	EAGLEBANK		2652092	
OK		Full Service		4442411	MERRIFIELD BRANCH	2905 DISTRICT AVENUE SUITE 190	FAIRFAX	VA	22031	FAIRFAX	UNITED STATES	538205	22	EAGLEBANK		2652092	
OK		Full Service		4387568	RESTON BRANCH	12011 SUNSET HILLS ROAD, SUITE 100	RESTON	VA	20190	FAIRFAX	UNITED STATES	532361	21	EAGLEBANK		2652092	
OK		Full Service		4256298	DULLES TOWN CENTER BRANCH	45745 NOKES BOULEVARD, SUITE 150	STERLING	VA	20166	LOUDOUN	UNITED STATES	Not Required	Not Required	EAGLEBANK		2652092	
OK		Full Service		3374298	TYSONS BRANCH	8245 BOONE BOULEVARD, SUITE 820	VIENNA	VA	22182	FAIRFAX	UNITED STATES	Not Required	Not Required	EAGLEBANK		2652092	

Federal Reserve Form FR Y-6**Eagle Bancorp, Inc.**

December 31, 2014

Report Item 3: Stockholders with ownership, control or holdings of 5% or more with power to vote

Name and Address (City, State and County)	Country or Citizenship of Incorporation	Number of Shares of Each Class of Voting Stock	Percentage of Each Class of Voting Stock (see note 1)	Number of Option Shares and Awards of Each Class of Voting Stock	Option Shares and Awards as percentage of outstanding shares (see note 1)
Ronald D. Paul Rockville, Maryland, USA	USA	1,868,146	6.20%	434,024	1.44%
BlackRock Fund Advisors New York, NY, USA	USA	1,527,611	5.07%	-	-

note 1: based on shares outstanding at December 31, 2014 of 30,139,396 and including unexercised option shares and unvested restricted stock awards that can be converted into voting securities.

note 2: there are no shareholders not listed above that had ownership, control or holdings of 5% or more with power to vote during the year ending December 31, 2014

Federal Reserve Form FR Y-6

Eagle Bancorp, Inc.

December 31, 2014

Report Item 4: Insiders

Name and Address (City, State and County)	Principal Occupation if Other than with Bank Holding Company	Title and Positions with Bank Holding Company	Title and Positions with Subsidiaries	Title and Positions with Other Businesses	Percentage of Voting Shares in Bank Holding Company (see note)	Percentage of Voting Shares in Subsidiaries	Names of other companies if 25% or more voting interest are held
Leslie M. Alperstein Potomac, Maryland, USA	Consulting - governmental policy investment research brokerage firm	Director	Director (EagleBank)	President of Washington Analysis, LLC	0.27%	None	(see attached Schedule 1)
Dudley C. Dworken Rockville, Maryland, USA	Private Investor	Director	Director (EagleBank)	Member	0.77%	None	(see attached Schedule 1)
Harvey M. Goodman Potomac, Maryland, USA	Insurance Adjuster	Director	Director (EagleBank)	President, Goodman-Gable-Gould	0.46%	None	(see attached Schedule 1)
Ronald D. Paul Rockville, Maryland, USA	Property Management	Chairman, President and Chief Executive Officer	Chairman and CEO (EagleBank)	President of Ronald D. Paul Companies and RDP Management, real estate development and management. Chairman of Bethesda Investments, Inc., a private venture capital fund	6.20%	None	(see attached Schedule 1)
Robert P. Pincus Washington, DC, USA	Consultant	Vice Chairman	Vice Chairman (EagleBank)	Chairman - Blackstreet Capital Partners	0.77%	None	(see attached Schedule 1)
Norman R. Pozez Washington, DC, USA	Real Estate Development	Director	Director (EagleBank)	Chairman - Uniwest Group, LLC; Uniwest Construction, Inc. and Uniwest Commercial Realty, Inc.	0.74%	None	(see attached Schedule 1)
Donald R. Rogers Bethesda, Maryland, USA	Attorney	Director	Director (EagleBank)	Partner in the Schulman, Rogers, Gandal, Pordy & Ecker, P. A. Law Firm	0.33%	None	N/A
David P. Summers Ashburn, Virginia, USA	Consultant	Director	Director (EagleBank)	N/A	0.29%	None	N/A
Leland M. Weinstein Potomac, Maryland, USA	Technology Solutions Provider	Director	Director (EagleBank)	President of Syscom Services, Inc.	0.42%	None	N/A
Susan G. Riel Mt. Airy, Maryland, USA	N/A	EVP	EVP and COO (EagleBank)	N/A	0.53%	None	N/A
Michael T. Flynn Potomac, Maryland, USA	N/A	EVP and COO	EVP (EagleBank)	N/A	0.09%	None	N/A
James H. Langmead Clarksville, Maryland, USA	N/A	EVP and CFO	EVP and CFO (EagleBank)	N/A	0.27%	None	N/A
Laurence E. Bensignor Potomac, Maryland, USA	N/A	EVP and General Counsel	EVP and General Counsel	President	0.12%	None	(see attached Schedule 1)

Note: based on shares outstanding at December 31, 2014 of 30,139,396 and including unexercised option shares and unvested restricted stock awards that can be converted into voting securities.

Report Item 4: Insiders

Schedule 1

Insider	Related Interest	% Ownership
Leslie M. Alperstein	Pride Development Corp	100.000%
Leslie M. Alperstein	Alperstein Investments, LLC	100.000%
Leslie M. Alperstein	A&N Properties, LLC	100.000%
Leslie M. Alperstein	Country Shoppes of Culpepper	100.000%
Leslie M. Alperstein	Windsor Woods Corp	100.000%
Leslie M. Alperstein	Windsor Woods Ltd	90.000%
Leslie M. Alperstein	Trellis Center, LLC	100.000%
Leslie M. Alperstein	LAL Investments, LLC	100.000%
Leslie M. Alperstein	LMA Denton LLC	100.000%
Leslie M. Alperstein	Mule House, LLC	50.000%
Dudley C.Dworken	Frederick Road, LLC	50.000%
Harvey M. Goodman	ASK Associates, LP	57.000%
Harvey M. Goodman	Goodman-Gable-Gould Auto	28.000%
Harvey M. Goodman	Goodman-Gable-Gould Clearance	28.000%
Harvey M. Goodman	JAMMS GSC, LLC	50.000%
Harvey M. Goodman	JAMMS VI, LLC	50.000%
Harvey M. Goodman	KLD-HMG LP	50.000%
Harvey M. Goodman	KLD-HMG Hartford	33.330%
Harvey M. Goodman	Lucurell-Goodman	36.000%
Harvey M. Goodman	Middlevale Lane JV	25.000%
Harvey M. Goodman	Minden Joint Venture	26.670%
Harvey M. Goodman	Molecular Holding Corp.	28.000%
Harvey M. Goodman	Office Property Venture	33.000%
Harvey M. Goodman	Rollins Accounting & Inventory Services	28.000%
Harvey M. Goodman	Rollins Heritage	33.000%
Harvey M. Goodman	Rollins Rock Creek II	29.660%
Harvey M. Goodman	Rollins Rock Creek Partnership	35.000%
Harvey M. Goodman	Traville ACG	50.000%
Harvey M. Goodman	Traville ACG II	25.000%
Harvey M. Goodman	Traville Office Property Venture	56.000%
Harvey M. Goodman	Naylors Lane Office Property Venture	38.000%
Harvey M. Goodman	Penny Lane Partners	40.000%
Harvey M. Goodman	Pepper Surgery Partners	33.330%
Harvey M. Goodman	Rockfish Partners	25.000%
Harvey M. Goodman	Rollins Broadstone, LLC	40.000%
Harvey M. Goodman	Traville Union Partners	25.000%
Harvey M. Goodman	Meyer Point Partners	25.000%
Harvey M. Goodman	Rollins Flacco II Partnership	25.000%
Harvey M. Goodman	Estate of Alice Goodman	25.000%

Report Item 4: Insiders
Schedule 1

Insider	Related Interest	% Ownership
Harvey M. Goodman	Forum Hill Partners LLC	50.000%
Harvey M. Goodman	Coco Flacco	25.000%
Harvey M. Goodman	Rollins Broadstreet	30.000%
Harvey M. Goodman	Traville Fairmont Partners	25.000%
Robert P. Pincus	RLR Investment Management, LLC	86.768%
Norman R. Pozez	Hotel Porter Limited Partnership	74.375%
Norman R. Pozez	Merrifield Town Center Limited Partnership	26.000%
Norman R. Pozez	MTC Commercial, LLC	26.000%
Norman R. Pozez	SDDI Merrifield Limited Partnership	75.500%
Norman R. Pozez	Twinard Limited Partnership	26.025%
Norman R. Pozez	Uniwest Construction, Inc.	50.000%
Norman R. Pozez	Uniwest Development, LLC	54.450%
Norman R. Pozez	Uniwest Finance, Inc.	70.000%
Norman R. Pozez	Uniwest Commercial Realty, Inc.	100.000%
Norman R. Pozez	Uniwest Management Services, Inc.	100.000%
Norman R. Pozez	WVA 340 Limited Partnership	40.000%
Norman R. Pozez	I-81 Hollyhock, LLC	25.000%
Norman R. Pozez	Battlefield FE Limited Partnership	26.000%
Norman R. Pozez	NY @ Route 9 Limited Partnership	26.000%
Norman R. Pozez	I-95 Dale, LLC	25.000%
Norman R. Pozez	Uniwest Car Wash 1, LLC	50.000%
Norman R. Pozez	NRP Panim, LLC	100.000%
Norman R. Pozez	Uniwest WCH, LLC	25.000%
Norman R. Pozez	Uniwest WCH Manager, LLC	55.000%
Ronald D. Paul	RDP Management, Inc.	100.000%
Ronald D. Paul	Lucardi, LLC	100.000%
Ronald D. Paul	Gateway Building Associates, Inc	100.000%
Ronald D. Paul	515 Limited Partnership	37.573%
Ronald D. Paul	515 Corporation	100.000%
Ronald D. Paul	22nd Street, Inc.	100.000%
Ronald D. Paul	1515 Ogden Street Limited Partnership	100.000%
Ronald D. Paul	Cromwell Associates, Inc.	100.000%
Ronald D. Paul	Ninety Five Office Park, LLC	63.000%
Ronald D. Paul	6010 Executive I, LLC	100.000%
Ronald D. Paul	6010 Executive II, LLC	100.000%
Ronald D. Paul	6188 Executive Limited Partnership	71.360%
Ronald D. Paul	Ronald D. Paul Companies, Inc.	100.000%
Ronald D. Paul	BPB, LLC	33.000%

Report Item 4: Insiders**Schedule 1**

Insider	Related Interest	% Ownership
Ronald D. Paul	Ninety Five Office Park Developer, Inc.	63.000%
Ronald D. Paul	515 22nd Street Limited Partnership	37.200%
Laurence E. Bensignor	Bensignor Business Strategies, LLC	100.000%