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FR Y-6
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Approval expires November 30, 2019
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MAR 30 2018

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)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). 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, top-tier savings and loan holding companies, and U.S. intermediate 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. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

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

December 31, 2017

Month / Day / Year

549300B47NODRMG3D47

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

Reporter's Name, Street, and Mailing Address

I, Ronald D. Paul

Name of the Holding Company Director and Official

Chairman, President & CEO

Title of the Holding Company Director and Official

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.

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

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.

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Charles D. Levingston

CFO

Name

Title

240-497-1783

Area Code / Phone Number / Extension

301-337-3373

Area Code / FAX Number

CLevingston@eaglebankcorp.com

E-mail Address

none

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

Signature of Holding Company Director and Official

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

Is confidential treatment requested for any portion of this report submission? 0=No 1=Yes 0

In accordance with the General Instructions for this report (check only one),

- a letter justifying this request is being provided along with the report
- a letter justifying this request has been provided separately ...

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

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Eagle Bancorp, Inc.

December 31, 2017

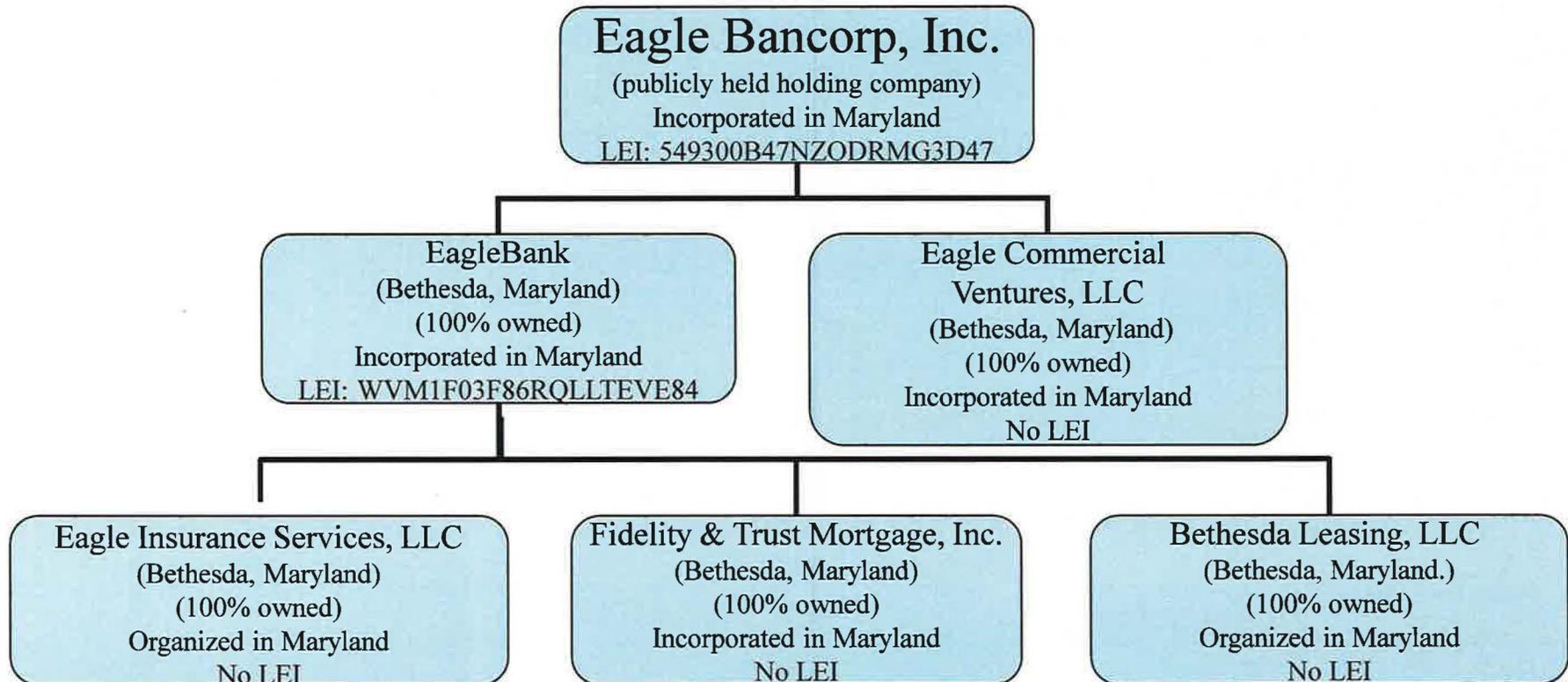
Report Item 1: Annual Report to Shareholders for year ended December 31, 2017

(Form 10K filed with the Securities and Exchange Commission on March 1, 2018)

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

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

December 31, 2017

Report Item 3.1: Stockholders with ownership, control or holdings of 5% or more with power to vote at fiscal year end

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)
BlackRock Fund Advisors New York, NY, USA	USA	2,132,141	6.24%	-	-
The Vanguard Group Malvern, PA, USA	USA	2,677,068	7.83%	-	-
Wasatch Funds Milwaukee, WI, USA	USA	2,631,962	7.70%		

Report Item 3.2: Stockholders not listed in Report Item 3.1 that had ownership, control or holdings of 5% or more with power to vote during the fiscal year

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	1,582,018	4.63%	126,404	0.37%

Note 1: based on shares outstanding at December 31, 2017 of 34,185,163 and including unexercised option shares and unvested restricted stock awards that can be converted into voting securities.

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 12/31/2017. Data reflects information that was received and processed through 01/04/2018.

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 date 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	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	3288797	DUPONT CIRCLE BRANCH	1228 CONNECTICUT AVENUE NW	WASHINGTON	DC	20036	DISTRICT OF COLUMBIA	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	4158392	GALLERY PLACE BRANCH	700 7TH STREET, NW	WASHINGTON	DC	20001	DISTRICT OF COLUMBIA	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	5047363	GEORGETOWN BRANCH	3143 N STREET NW	WASHINGTON	DC	20007	DISTRICT OF COLUMBIA	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	3029936	K STREET BRANCH	2001 K ST NORTHWEST	WASHINGTON	DC	20006	DISTRICT OF COLUMBIA	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	3322392	MCPHERSON SQUARE BRANCH	1425 K STREET NW	WASHINGTON	DC	20005	DISTRICT OF COLUMBIA	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	3445161	CHEVY CHASE BRANCH	5480 WISCONSIN AVENUE, SUITE 5476B	CHEVY CHASE	MD	20815	MONTGOMERY	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	3984558	PARK POTOMAC BRANCH	12505 PARK POTOMAC AVENUE	POTOMAC	MD	20854	MONTGOMERY	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	2732396	ROCKVILLE BRANCH	110 NORTH WASHINGTON ST	ROCKVILLE	MD	20850	MONTGOMERY	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	3103256	SHADY GROVE BRANCH	9600 BLACKWELL ROAD	ROCKVILLE	MD	20850	MONTGOMERY	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	3636651	TWINBROOK BRANCH	12300 TWINBROOK PARKWAY SUITE 5476B	ROCKVILLE	MD	20852	MONTGOMERY	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	2732408	SILVER SPRING BRANCH	8665-B GEORGIA AVE	SILVER SPRING	MD	20910	MONTGOMERY	UNITED STATES	Not Required	Not Required	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		Full Service	4338000	BALLSTON BRANCH	4420 NORTH FAIRFAX DRIVE	ARLINGTON	VA	22203	ARLINGTON	UNITED STATES	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	4351634	ROSSLYN BRANCH	1919 N. LYNN STREET	ARLINGTON	VA	22209	ARLINGTON	UNITED STATES	Not Required	Not Required	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	Not Required	Not Required	EAGLEBANK	2652092	
OK		Full Service	4387558	RESTON BRANCH	12011 SUNSET HILLS ROAD, SUITE 100	RESTON	VA	20190	FAIRFAX	UNITED STATES	Not Required	Not Required	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	

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Eagle Bancorp, Inc.

December 31, 2017

Report Item 4: Insiders

(1) Name and Address (City, State and Country)	(2) Principal Occupation if Other than with Bank Holding Company	(3)(a) Title and Positions with Bank Holding Company	(3)(b) Title and Positions with Subsidiaries	(3)(c) Title and Positions with Other Businesses	(4)(a) Percentage of Voting Shares in Bank Holding Company (see note)	(4)(b) Percentage of Voting Shares in Subsidiaries	(4)(c) Names of other companies if 2% or more voting securities are held
Leslie M. Alperstein Potomac, Maryland, USA	Consultant	Director	Director (EagleBank) Loan Committee Member (Eagle Commercial Ventures, LLC (ECV))	President/CEO of Washington Analysis, LLC Member and Managing Member (See attached schedule)	0.25%	None	(see attached Schedule 1)
Dudley C. Dworkin Potomac, Maryland, USA	Private Investor	Director	Director (EagleBank) Loan Committee Member (ECV)	Member (See attached schedule) Trustee of family-related trusts	0.69%	None	(see attached Schedule 1)
Harvey M. Goodman Potomac, Maryland, USA	Insurance Adjuster	Director	Director (EagleBank) Manager (Eagle Insurance, LLC)	President, Goldman-Cable-Gould Member (See attached schedule)	0.37%	None	(see attached Schedule 1)
Ronald D. Paul Potomac, Maryland, USA	Property Management and Real Estate Development	Chairman, President and Chief Executive Officer	Chairman and CEO (EagleBank) Manager (Eagle Insurance, LLC) Manager (Bethesda Leasing LLC) Loan Committee Member (ECV)	President of Ronald D. Paul Companies and RDP Management Member and Managing Member (See attached schedule) Trustee of family-related trusts	4.63%	None	(see attached Schedule 1)
Norman R. Pozez Falls Church, VA, USA	Real Estate Development	Director	Director (EagleBank)	Chairman, Uniwest Construction, Inc. and Uniwest Commercial Realty, Inc. President, Uniwest Management Services, Inc. Member and Managing Member (See attached schedule) Trustee of family-related trusts	0.14%	None	(see attached Schedule 1)
Donald R. Rogers Bethesda, Maryland, USA	Attorney	Director	Director (EagleBank)	Partner in the Schulman, Rogers, Gendal, Perdy & Ecker, P.A. Law Firm, Trustee of family-related trusts	0.31%	None	N/A
Leland M. Weinstein Potomac, Maryland, USA	Technology Solutions Provider	Director	Director (EagleBank)	CEO - Newbridge-Turing LLC Member (See attached schedule) Trustee of family-related trusts	0.33%	None	(see attached Schedule 1)
Susan G. Riel Mt. Airy, Maryland, USA	N/A	EVP	SEVP and COO (EagleBank) Manager (Eagle Insurance, LLC)	N/A	0.53%	None	N/A
Charles D. Livingston Potomac, MD, USA	N/A	EVP and CFO	EVP and CFO (EagleBank)	N/A	0.01%	None	N/A
Janice L. Williams Potomac, Maryland, USA	N/A	EVP	EVP and COO (EagleBank) Manager (Bethesda Leasing, LLC) Loan Committee Member (ECV)-non-voting	N/A	0.16%	None	N/A
Laurence E. Bensingnor Potomac, Maryland, USA	N/A	EVP, General Counsel and Assistant Secretary	EVP and General Counsel (EagleBank) President and Loan Committee Member (ECV)	President Member and Managing Member (See attached schedule) Trustee of family-related trusts	0.13%	None	(see attached Schedule 1)
Antonio F. Marquez Rockville, MD USA	N/A	EVP	EVP and CLO-CRE (EagleBank)	N/A	0.06%	None	N/A
Lindsey S. Rheame Arlington, VA, USA	N/A	EVP	EVP and CLO-C&I (EagleBank) President/Director (Eagle Insurance, LLC)	Director, Solers, Inc.	0.02%	None	N/A

Report Item 4: Insiders

Schedule 1

Insider	Name of Interest	% of Ownership
Leslie M. Alperstein	Pride Development Corp	100.000%
Leslie M. Alperstein	Alperstein Investments, LLC	99.000%
Leslie M. Alperstein	A&N Properties, LLC	90.000%
Leslie M. Alperstein	Country Shoppes of Culpepper	100.000%
Leslie M. Alperstein	Windsor Woods Corp	90.000%
Leslie M. Alperstein	Windsor Woods Ltd	90.000%
Leslie M. Alperstein	LAL Investments, LLC	66.660%
Leslie M. Alperstein	LMA Denton LLC	100.000%
Leslie M. Alperstein	College Park Properties 2, LLC	50.000%
Leslie M. Alperstein	1931 17th St. Condo	100.000%
Leslie M. Alperstein	Penny Lane Partners	33.330%
Leslie M. Alperstein	Country Shoppes of Culpepper	100.000%
Leslie M. Alperstein	Rockfish Partners	25.000%
Dudley C. Dworken	Frederick Road, LLC	37.500%
Harvey M. Goodman	ASK Associates, LP	65.000%
Harvey M. Goodman	Goodman-Gable-Gould Auto	55.000%
Harvey M. Goodman	Goodman-Gable-Gould Clearance	55.000%
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 LLC - NYC Coop - 167 East 61st St	36.000%
Harvey M. Goodman	Molecular Holding Corp.	55.000%
Harvey M. Goodman	NFA-GGG	27.500%
Harvey M. Goodman	Office Property Joint Venture I - 133 Rollins Ave.	33.000%
Harvey M. Goodman	Rollins Accounting & Inventory Services	55.000%
Harvey M. Goodman	Rollins Heritage Park Association	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	Penny Lane Partners	33.000%
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	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%
Harvey M. Goodman	SGH Partners	41.670%

Report Item 4: Insiders

Schedule 1

Insider	Name of Interest	% of Ownership
Harvey M. Goodman	Very Prudent Capital III	30.000%
Harvey M. Goodman	Rollins Velsor I	37.500%
Harvey M. Goodman	Coco Hemings LLC	25.000%
Harvey M. Goodman	Rollins JPM Warehouse	30.610%
Harvey M. Goodman	Friends I, LLC	25.000%
Harvey M. Goodman	Friends XXVIII, LLC	36.000%
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	99.000%
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	70.800%
Ronald D. Paul	6188 Executive Limited Partnership	70.800%
Ronald D. Paul	Ronald D. Paul Companies, Inc.	100.000%
Ronald D. Paul	BPB, LLC	33.330%
Ronald D. Paul	Ninety Five Office Park Developer, Inc.	63.000%
Ronald D. Paul	515 22nd Street Limited Partnership	37.190%
Ronald D. Paul	1760 Reston Manager, LLC	100.000%
Ronald D. Paul	Very Prudent Capital III, LLC	25.000%
Norman R. Pozez	Hotel Porter Limited Partnership	74.375%
Norman R. Pozez	Porter Suites, LLC	74.375%
Norman R. Pozez	SDDI Merrifield Limited Partnership	75.500%
Norman R. Pozez	2909 Gallows, L.C.	37.750%
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	40.500%
Norman R. Pozez	Battlefield FE Limited Partnership	26.000%
Norman R. Pozez	NY @ Route 9 Limited Partnership	34.670%
Norman R. Pozez	I-95 Dale, LLC	25.000%
Norman R. Pozez	Uniwest Car Wash 1, LLC	50.000%
Norman R. Pozez	Uniwest WCH, LLC	25.000%
Norman R. Pozez	Uniwest WCH Manager, LLC	55.000%
Norman R. Pozez	Uniwest Hospitality, Inc	100.000%

Report Item 4: Insiders**Schedule 1**

Insider	Name of Interest	% of Ownership
Norman R. Pozez	Hotel JC2, LLC	25.000%
Norman R. Pozez	Jefferson Crossing Apartments, LLC	25.000%
Norman R. Pozez	Smoke Neabsco., LLC	50.000%
Norman R. Pozez	Uniwest Battlefield Limited Partnership	26.000%
Norman R. Pozez	Fort Evans Square, LLC	25.000%
Norman R. Pozez	Hotel Fort Evans, LLC	25.000%
Leland M. Weinstein	Newbridge - Turing LLC	100.000%
Leland M. Weinstein	3 Times Tech, Inc.	40.490%
Laurence E. Bensignor	Bensignor Business Strategies, LLC	100.000%