Bank of Marin Bancorp Form 4/A July 18, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

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 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Stroeh J Dietrich			Symbol			Issuer					
			Bank of	Bank of Marin Bancorp [BMRC]				(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				(encer an approach)				
				(Month/Day/Year)				X Director 10% Owner Other (specify below) below)			
504 REDWOOD BOULEVARD,			07/01/2	07/01/2013							
SUITE 100											
(Street)				endment, Date Orig	nal		6. Individual or Joint/Group Filing(Check				
		`	nth/Day/Year)			Applicable Line) _X_ Form filed by One Reporting Person					
NOVATO, CA 94947			07/02/2013				Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Tab	le I - Non-Derivati	ve Securiti	ies Acq	uired, Disposed o	of, or Beneficia	lly Owned		
1.Title of	2. Transaction I				urities Acqu		5. Amount of	6.	7. Nature of		
Security (Instr. 3)	(Month/Day/Year) Execution Dat any			Transaction(A) or Code (Instr.		Securities Beneficially		Indirect Beneficial			
(msu. 3)			/Day/Year)	(Instr. 8)	5, 1 und 5)		Owned	(D) or	Ownership		
							Following	Indirect (I)	(Instr. 4)		
					(A)		Reported Transaction(s)	(Instr. 4)			
				Code V Amou	or nt (D)	Price	(Instr. 3 and 4)				
Common	07/01/2013			J <sub>(1)</sub> 277 (	, , \$	5	2,597	I	By Survivors		
Stock	07/01/2013			<u>J(1)</u> 277 <u>(</u>	- A 4	10.51	2,397	1	Trust		
Common Stock							13,065	I	By Bypass Trust		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

### Edgar Filing: Bank of Marin Bancorp - Form 4/A

#### 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		4.	5.	6. Date Exer		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date Ti	Title	Number		
						Lacicisable			of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

Stroeh J Dietrich 504 REDWOOD BOULEVARD, SUITE 100 X **NOVATO, CA 94947** 

# **Signatures**

Megan Garner, 07/18/2013 Attorney-in-Fact

\*\*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) Shares received in payment of Director fee
- (2) Shares were incorrectly reported as a Bypass Trust holding on the original Form 4.

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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