

Edgar Filing: EAGLE BANCORP INC - Form 4

| (Instr. 3) | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|---|------------------------------|------------------|------------|--|------|---|-------|-----|------------------|-----------------|--------------|----------------------------|
| Stock Appreciation Right | \$ 19.46 | 07/13/2006 | | | A | | 1,856 | | 01/01/2009 | 01/31/2009 | Common Stock | 1,856 |
| Performance Based Restricted Stock ⁽¹⁾ | \$ 0 ⁽¹⁾ | 07/13/2006 | | | A | | 1,955 | | 01/01/2009 | 01/31/2009 | Common Stock | 1,955 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| LANGMEAD JAMES H | | | EVP & CFO sub bank | |

Signatures

/s/ James H. Langmead
 07/13/2006
 **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).
 Granted pursuant to 2006 Stock Plan. Issuance of shares is subject to satisfaction of performance conditions set forth in the award agreement. Number of shares shown is maximum number of shares which may be issued pursuant to award. Actual number of shares to be issued is subject to performance. No exercise price is payable by reporting person upon issuance of shares.
- 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.