

COHEN BETSY Z  
Form 4  
October 29, 2008

**FORM 4**

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
COHEN BETSY Z

(Last) (First) (Middle)

C/O THE BANCORP, INC., 1818  
MARKET STREET

(Street)

PHILADELPHIA, PA 19103

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Bancorp, Inc. [TBBK]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/27/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 (A) 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 Indirect Beneficial Ownership (Instr. 4) |   |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|---|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |   |   |
| Common Stock                    | 10/27/2008                           |  | A                              |   | 16,300  | A  | 149,234   | D |   |
| Common Stock                    | 10/28/2008                           |  | A                              |   | 10,000  | A  | 322,004   | I | By Soloman Investment Partnership, L.P. (2) |
| Common Stock                    | 10/28/2008                           |  | A                              |   | 7,700   | A  | 156,934   | D |   |
| Common Stock                    |                                      |  |                                |   |   |  | 35,000  | I | By Spouse                                   |
|                                 |                                      |  |                                |   |   |  | 25,900  | I |   |



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- (3) On October 28, 2008, the reporting person purchased, in multiple transactions, shares of The Bancorp, Inc. at prices ranging from \$3.76 to \$4.22.
- (4) On October 28, 2008, the reporting person purchased, in multiple transaction, shares of The Bancorp, Inc. at prices ranging from \$3.84 to \$4.28.

**Remarks:**

Table I Column 5 does not include the following common shares as to which the reporting person disclaims beneficial ownership.

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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