

BCB BANCORP INC
Form 4/A
November 13, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
Rizzo James G.

2. Issuer Name and Ticker or Trading Symbol
BCB BANCORP INC [BCBP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
104-110 AVENUE C
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/04/2015

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

BAYONNE, NJ 07002

4. If Amendment, Date Original Filed(Month/Day/Year)
11/06/2015

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

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 11/04/2015 | | P | 35,000 A \$ 10 (1) | 35,000 | D | |
| Common Stock | | | | | 13,000 | I | By IRA |
| Common Stock | | | | | 800 (2) | I | By Son |
| Common Stock | | | | | 1,700 (3) | I | By Spouse's IRA |

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Rizzo James G. 104-110 AVENUE C BAYONNE, NJ 07002 | | X | | |

Signatures

/s/ Thomas Keating, pursuant to power of attorney

11/13/2015

__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) On November 4, 2015, Mr. Rizzo purchased 35,000 shares of the issuer's common stock in connection with a public offering of common stock by the issuer directly from the underwriter at the public offering price.
The securities shown on Line 3 of Table 1 represent securities held of record by Mr. Rizzo's son. Mr. Rizzo may be deemed to share voting and dispositive power with respect to such securities. Mr. Rizzo disclaims beneficial ownership of all such securities, except to the extent of any pecuniary interest therein.
 - (2) The securities shown on Line 4 of Table 1 represent securities held of record by Mr. Rizzo's spouse. Mr. Rizzo may be deemed to share voting and dispositive power with respect to such securities. Mr. Rizzo disclaims beneficial ownership of all such securities, except to the extent of any pecuniary interest therein.
 - (3) The securities shown on Line 4 of Table 1 represent securities held of record by Mr. Rizzo's spouse. Mr. Rizzo may be deemed to share voting and dispositive power with respect to such securities. Mr. Rizzo disclaims beneficial ownership of all such securities, except to the extent of any pecuniary interest therein.

Remarks:

1. This Form 4 Amendment is being filed solely to reflect the correct number of securities beneficially owned by Mr. Rizzo in

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.