

IMPERIAL CAPITAL BANCORP, INC.  
 Form 4  
 May 22, 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 \*  
 HALIGOWSKI GEORGE W

2. Issuer Name and Ticker or Trading Symbol  
 IMPERIAL CAPITAL BANCORP, INC. [IMP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/20/2008

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

C/O IMPERIAL CAPITAL BANCORP, INC., 888 PROSPECT STREET

(Street)

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

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

LA JOLLA, CA 92037

(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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
|                                 |                                      |                                                    | Code                           | V Amount (A) or (D) Price                                         |                                                                                               |                                                          |                                            |
| Common Stock                    | 05/20/2008                           |                                                    | I                              | 200 <sup>(1)</sup> A \$ 10.27                                     | 71,216                                                                                        | I                                                        | By Def. Comp. Plan                         |
| Common Stock                    | 05/20/2008                           |                                                    | I                              | 700 <sup>(1)</sup> A \$ 10.28                                     | 71,916                                                                                        | I                                                        | By Def. Comp. Plan                         |
| Common Stock                    | 05/20/2008                           |                                                    | I                              | 2,500 <sup>(1)</sup> A \$ 10.29                                   | 74,416                                                                                        | I                                                        | By Def. Comp. Plan                         |

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|              |            |   |                              |   |          |         |   |                    |
|--------------|------------|---|------------------------------|---|----------|---------|---|--------------------|
| Common Stock | 05/20/2008 | I | <u>3,240</u> <sup>(1)</sup>  | A | \$ 10.3  | 77,656  | I | By Def. Comp. Plan |
| Common Stock | 05/20/2008 | I | <u>640</u> <sup>(1)</sup>    | A | \$ 10.31 | 78,296  | I | By Def. Comp. Plan |
| Common Stock | 05/20/2008 | I | <u>3,100</u> <sup>(1)</sup>  | A | \$ 10.32 | 81,396  | I | By Def. Comp. Plan |
| Common Stock | 05/20/2008 | I | <u>760</u> <sup>(1)</sup>    | A | \$ 10.33 | 82,156  | I | By Def. Comp. Plan |
| Common Stock | 05/20/2008 | I | <u>1,000</u> <sup>(1)</sup>  | A | \$ 10.34 | 83,156  | I | By Def. Comp. Plan |
| Common Stock | 05/20/2008 | I | <u>29,660</u> <sup>(1)</sup> | A | \$ 10.35 | 112,816 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 | I | <u>795</u> <sup>(1)</sup>    | A | \$ 10.01 | 113,611 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 | I | <u>300</u> <sup>(1)</sup>    | A | \$ 10.05 | 113,911 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 | I | <u>1,200</u> <sup>(1)</sup>  | A | \$ 10.06 | 115,111 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 | I | <u>2,600</u> <sup>(1)</sup>  | A | \$ 10.08 | 117,711 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 | I | <u>2,500</u> <sup>(1)</sup>  | A | \$ 10.1  | 120,211 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 | I | <u>1,700</u> <sup>(1)</sup>  | A | \$ 10.13 | 121,911 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 | I | <u>700</u> <sup>(1)</sup>    | A | \$ 10.14 | 122,611 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 | I | <u>200</u> <sup>(1)</sup>    | A | \$ 10.15 | 122,811 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 | I | <u>1,000</u> <sup>(1)</sup>  | A | \$ 10.16 | 123,811 | I | By Def. Comp. Plan |

|              |            |  |   |                      |   |          |         |   | Plan               |
|--------------|------------|--|---|----------------------|---|----------|---------|---|--------------------|
| Common Stock | 05/21/2008 |  | I | 100 <sup>(1)</sup>   | A | \$ 10.18 | 123,911 | I | By Def. Comp. Plan |
| Common Stock | 05/21/2008 |  | I | 2,205 <sup>(1)</sup> | A | \$ 10.2  | 126,116 | I | By Def. Comp. Plan |
| Common Stock |            |  |   |                      |   |          | 169,059 | I | By SERP            |
| Common Stock |            |  |   |                      |   |          | 300     | D |                    |

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. 3) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|--------------------------------------------|
| Stock Option (Right to Buy)                | \$ 30.75                                               |                                      |                                                    |                                |                                                                                         | <sup>(2)</sup> 08/08/2017                                | Common Stock 25,000                                           |                                            |
| Stock Option (Right to Buy)                | \$ 48.46                                               |                                      |                                                    |                                |                                                                                         | 12/19/2005 12/19/2015                                    | Common Stock 50,000                                           |                                            |
| Stock Option (Right to Buy)                | \$ 14                                                  |                                      |                                                    |                                |                                                                                         | <sup>(3)</sup> 02/02/2009                                | Common Stock 10,000                                           |                                            |

|                                      |       |     |            |                 |        |
|--------------------------------------|-------|-----|------------|-----------------|--------|
| Stock<br>Option<br>(Right to<br>Buy) | \$ 23 | (4) | 02/19/2012 | Common<br>Stock | 37,500 |
|--------------------------------------|-------|-----|------------|-----------------|--------|

## Reporting Owners

| Reporting Owner Name / Address                                                                         | Relationships |           |                   |       |
|--------------------------------------------------------------------------------------------------------|---------------|-----------|-------------------|-------|
|                                                                                                        | Director      | 10% Owner | Officer           | Other |
| HALIGOWSKI GEORGE W<br>C/O IMPERIAL CAPITAL BANCORP, INC.<br>888 PROSPECT STREET<br>LA JOLLA, CA 92037 | X             |           | President and CEO |       |

## Signatures

|                                    |            |
|------------------------------------|------------|
| /s/ George W.<br>Haligowski        | 05/22/2008 |
| **Signature of Reporting<br>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) Represents acquisition of shares under the Issuer's Non-Qualified Employer Securities Deferred Compensation Plan.
- (2) Vesting schedule is as follows: one-third on August 8, 2008, one-third on August 8, 2009 and one-third on August 8, 2010.
- (3) One-third of the option vested on February 2, 2000, one-third vested on February 2, 2001 and one-third vested on February 2, 2002.
- (4) One-third of the option vested on February 19, 2003, one-third vested on February 19, 2004 and one-third vested on February 19, 2005.

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.