

Bancorp, Inc.  
Form DEFR14A  
May 03, 2016

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

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant  
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Materials Pursuant to sec. 240.14a-11(c) or sec. 240.14a-12

The Bancorp, Inc.

\_\_\_\_\_  
(Exact Name of Registrant as Specified in its Charter)

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- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.1

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Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Tule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid

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(2) Form, Schedule or Registration Statement No.:

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(4) Date Filed:

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The Bancorp, Inc.  
 409 Silverside Road  
 Wilmington, DE 19809

On April 5, 2016, The Bancorp, Inc., a Delaware corporation (the "Company"), filed a definitive proxy statement (the "Proxy Statement") with the Securities and Exchange Commission (the "SEC") in connection with the solicitation of proxies on behalf of the Board of Directors of the Company for use at the Company's 2016 Annual Meeting of Stockholders (the "Annual Meeting") and at any adjournments or postponements thereof. The Annual Meeting will be held at 409 Silverside Road Suite 105, Wilmington, Delaware 19809 on Wednesday, May 18, 2016 at 9:00 A.M., Delaware time.

This amendment to the Proxy Statement is being filed with the SEC by the Company to correct a clerical error in the Proxy Statement with respect to the tabular presentation of the membership of the Nominating and Governance Committee of the Company's Board of Directors. Except as set forth below, this amendment to the Proxy Statement does not modify, amend, supplement or otherwise affect the Proxy Statement.

The table appearing in "CORPORATE GOVERNANCE – Board Committees" in the Proxy Statement is replaced in its entirety with the following:

| Board Member          | Audit    | Compensation | Risk Oversight | Bank Secrecy Act | Nominating and Governance | Executive |
|-----------------------|----------|--------------|----------------|------------------|---------------------------|-----------|
| Daniel G. Cohen       |          | Chairman     |                |                  |                           | Chairman  |
| Walter T. Beach       | X        |              |                |                  | X                         | X         |
| Michael J. Bradley    | Chairman | X            | X              |                  |                           |           |
| John Chrystal         |          |              | X(a)           | X(a)             |                           | X         |
| Matthew Cohn          | X        |              |                |                  | X                         |           |
| William H. Lamb       |          | X            |                |                  | Chairman                  | X         |
| Hersh Kozlov          |          |              | X              |                  |                           |           |
| James McEntee         |          |              | Chairman       | X                |                           |           |
| Mei-Mei Tuan          |          |              | X              | Chairman         |                           |           |
| Meetings held in 2015 | 18       | 1            | 6              | 11               | 1                         | 1         |

(a) Upon his appointment as Interim Chief Executive Officer, Mr. Chrystal became a non-voting member of these committees.