

IMPERIAL CAPITAL BANCORP, INC.

Form 4

February 25, 2008

**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 \*  
**HALIGOWSKI GEORGE W**

(Last) (First) (Middle)

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

(Street)

**LA JOLLA, CA 92037**

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
**02/21/2008**

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)  
**President and CEO**

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	02/21/2008		I	400 <sup>(1)</sup> A \$ 26.62	64,631	I	By Def. Comp. Plan
Common Stock	02/21/2008		I	800 <sup>(1)</sup> A \$ 26.63	65,431	I	By Def. Comp. Plan
Common Stock	02/21/2008		I	100 <sup>(1)</sup> A \$ 26.64	65,531	I	By Def. Comp. Plan

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Common Stock	02/21/2008		I	700 <u>(1)</u>	A	\$ 26.66	66,231	I	By Def. Comp. Plan
Common Stock	02/21/2008		I	600 <u>(1)</u>	A	\$ 26.67	66,831	I	By Def. Comp. Plan
Common Stock	02/21/2008		I	252 <u>(1)</u>	A	\$ 26.68	67,083	I	By Def. Comp. Plan
Common Stock	02/21/2008		I	2,200 <u>(1)</u>	A	\$ 26.69	69,283	I	By Def. Comp. Plan
Common Stock	02/21/2008		I	100 <u>(1)</u>	A	\$ 26.7	69,383	I	By Def. Comp. Plan
Common Stock	02/21/2008		I	200 <u>(1)</u>	A	\$ 26.72	69,583	I	By Def. Comp. Plan
Common Stock	02/21/2008		I	100 <u>(1)</u>	A	\$ 26.73	69,683	I	By Def. Comp. Plan
Common Stock	02/21/2008		I	700 <u>(1)</u>	A	\$ 26.76	70,383	I	By Def. Comp. Plan
Common Stock							167,528	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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Priority or Derivative Security (Instr. 3 and 4)
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(Instr. 3,  
4, and 5)

	Code	V	(A)	(D)	Date	Expiration	Title	Amount or Number of Shares
					Exercisable	Date		
Stock Option (Right to Buy)								
\$ 30.75					(2)	08/08/2017	Common Stock	25,000
Stock Option (Right to Buy)					12/19/2005	12/19/2015	Common Stock	50,000
\$ 48.46								
Stock Option (Right to Buy)					(3)	02/02/2009	Common Stock	10,000
\$ 14								
Stock Option (Right to Buy)					(4)	02/19/2012	Common Stock	37,500
\$ 23								

## Reporting Owners

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

## Signatures

/s/ George W.  
Haligowski

02/25/2008

\*\*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) 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.

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