

Reizman Elizabeth  
Form 3  
March 05, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Reizman Elizabeth</p> <p>(Last) (First) (Middle)</p> <p>504 REDWOOD BOULEVARD, SUITE 100</p> <p>(Street)</p> <p>NOVATO, CA 94947</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>03/01/2013</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Bank of Marin Bancorp [BMRC]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Senior Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	20,030	I	By Family Trust
Common Stock	6,750.5871	I	By ESOP
Common Stock	365.9978	I	By 401(k) Plan
Common Stock	1,775	D	Â

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date <small>(Month/Day/Year)</small>		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Options (Right to buy)	Â <u>(1)</u>	04/02/2022	Common Stock	1,100	\$ 38.18	D	Â
Stock Options (Right to buy)	Â <u>(1)</u>	04/01/2021	Common Stock	700	\$ 38	D	Â
Stock Options (Right to buy)	Â <u>(1)</u>	04/01/2020	Common Stock	700	\$ 33.1	D	Â
Stock Options (Right to buy)	Â <u>(1)</u>	04/01/2019	Common Stock	700	\$ 22.25	D	Â
Stock Options (Right to buy)	Â <u>(1)</u>	05/01/2018	Common Stock	400	\$ 28.75	D	Â
Stock Options (Right to buy)	Â <u>(1)</u>	05/01/2017	Common Stock	1,500	\$ 35.18	D	Â
Stock Options (Right to buy)	Â <u>(1)</u>	05/01/2016	Common Stock	2,000	\$ 34.5	D	Â
Stock Options (Right to buy)	Â <u>(2)</u>	04/01/2015	Common Stock	2,756	\$ 33.3333	D	Â
Stock Options (Right to buy)	Â <u>(2)</u>	04/01/2014	Common Stock	2,481	\$ 25.3848	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Reizman Elizabeth 504 REDWOOD BOULEVARD, SUITE 100 NOVATO, CA 94947	Â	Â	Â Senior Vice President	Â

## Signatures

Megan Garner,  
Attorney-in-Fact

03/05/2013

        Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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) Exercisable 20% per year beginning on first anniversary date of grant

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(2) Exercisable 20% per year beginning on date of grant

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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