

PACIFIC MERCANTILE BANCORP
 Form 3
 May 29, 2012

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement		3. Issuer Name and Ticker or Trading Symbol	
Â Carpenter Fund Manager GP, LLC			(Month/Day/Year)		PACIFIC MERCANTILE BANCORP [PMBC]	
(Last)	(First)	(Middle)	05/17/2012			
5 PARK PLAZA,Â SUITE 950					4. Relationship of Reporting Person(s) to Issuer	
(Street)					(Check all applicable)	
IRVINE,Â CAÂ 92614					5. If Amendment, Date Original Filed(Month/Day/Year)	
(City)	(State)	(Zip)			6. Individual or Joint/Group Filing(Check Applicable Line)	
					___ Form filed by One Reporting Person	
					X Form filed by More than One Reporting Person	

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	4,058,435	D ⁽¹⁾	Â
Common Stock	142,843	D ⁽²⁾	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)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Common Stock Purchase Warrant	Â (3)	04/20/2016	Common Stock	394,934	\$ 6.26	D (1)	Â
Common Stock Purchase Warrant	Â (3)	04/20/2016	Common Stock	13,900	\$ 6.26	D (2)	Â
Series B-2 Convertible 8.4% Noncumulative Preferred Stock	Â (4)	Â (4)	Common Stock	671,880	\$ 5.32	D (1)	Â
Series B-2 Convertible 8.4% Noncumulative Preferred Stock	Â (4)	Â (4)	Common Stock	23,609	\$ 5.32	D (2)	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carpenter Fund Manager GP, LLC 5 PARK PLAZA SUITE 950 IRVINE, CA 92614	Â X	Â X	Â	Â
Carpenter Community BancFund-A, L.P. 5 PARK PLAZA SUITE 950 IRVINE, CA 92614	Â X	Â X	Â	Â

Signatures

CARPENTER FUND MANAGER GP, LLC /s/ John D. Flemming, Managing Member	05/25/2012
__Signature of Reporting Person	Date
CARPENTER COMMUNITY BANCFUND-A, LP By: CARPENTER FUND MANAGER GP, LLC /s/ John D. Flemming, Managing Member	05/25/2012
__Signature of Reporting Person	Date
CARPENTER COMMUNITY BANCFUND, LP By: CARPENTER FUND MANAGER GP, LLC /s/ John D. Flemming, Managing Member	05/25/2012
__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) Held directly by Carpenter Community BancFund-A, LP and beneficially owned by Carpenter Fund Manager GP, LLC (the "General Partner") as general partner of such fund. The General Partner disclaims beneficial ownership of the securities, except to the extent that the General Partner has a pecuniary interest, if any, in such fund.

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- Held directly by Carpenter Community BancFund, LP and beneficially owned by the General Partner as general partner of such fund.
- (2) The General Partner disclaims beneficial ownership of the securities, except to the extent that the General Partner has a pecuniary interest, if any, in such fund.
 - (3) The warrants are not currently exercisable and would only become exercisable if the issuer completes an acquisition of an insured depository institution or its parent having assets of \$250 million or more by merger, purchase of outstanding shares or the purchase and assumption of all or substantially all of its assets and liabilities.
 - (4) The preferred stock is convertible at any time at the holder's election and has no expiration date.

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Remarks:

This Form 3 is filed jointly by Carpenter Fund Manager GP, LLC (the "General Partner"), Carpenter

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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