

Bank of Commerce Holdings
Form SC 13G
June 30, 2017

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
SCHEDULE 13G
Under the Securities Exchange Act of 1934

Bank of Commerce Holdings
(Name of Issuer)
Common Stock, no par value
(Title of Class of Securities)
06424J103
(CUSIP Number)

June 22, 2017
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 0642J103

NAMES OF REPORTING PERSONS

1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

EJF Capital LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Delaware

SOLE VOTING POWER

5

0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SHARED VOTING POWER

6

881,952

SOLE DISPOSITIVE POWER

7

0

SHARED DISPOSITIVE POWER

8

881,952

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

881,952

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

10

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

5.4% (1)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

IA

(1) Based on 16,259,761 shares of common stock, no par value ("Common Stock") outstanding, as reflected in the Issuer's May 4, 2017 Supplement to its March 24, 2017 Prospectus, as filed by the Issuer with the U.S. Securities and Exchange Commission ("SEC") on May 8, 2017 (indicating that the total amount of Common Stock outstanding after the Issuer's public offering, and the full exercise of the underwriters' over-allotment option, would be 16,259,761 shares), and the Issuer's Press Release dated May 10, 2017 (indicating that the public offering had closed and the underwriters had fully exercised their option to purchase additional shares in the over-allotment).

CUSIP No. 0642J103

NAMES OF REPORTING PERSONS

1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Emanuel J. Friedman

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

SOLE VOTING POWER

5

0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER

881,952

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

8

881,952

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

881,952

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

5.4% (1)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

IN

(1) Based on 16,259,761 shares of Common Stock outstanding, as reflected in the Issuer's May 4, 2017 Supplement to its March 24, 2017 Prospectus, as filed by the Issuer with the SEC on May 8, 2017 (indicating that the total amount of Common Stock outstanding after the Issuer's public offering, and the full exercise of the underwriters' over-allotment option, would be 16,259,761 shares), and the Issuer's Press Release dated May 10, 2017 (indicating that the public offering had closed and the underwriters had fully exercised their option to purchase additional shares in the over-allotment).

CUSIP No. 0642J103

NAMES OF REPORTING PERSONS

1 I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

EJF Sidecar Fund, Series LLC – Series E

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

SEC USE ONLY

3

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

0

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

6 SHARED VOTING POWER

881,952

7 SOLE DISPOSITIVE POWER

0

8 SHARED DISPOSITIVE POWER

881,952

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

881,952

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)

5.4% (1)

12 TYPE OF REPORTING PERSON
(SEE INSTRUCTIONS)

IN

(1) Based on 16,259,761 shares of Common Stock outstanding, as reflected in the Issuer's May 4, 2017 Supplement to its March 24, 2017 Prospectus, as filed by the Issuer with the SEC on May 8, 2017 (indicating that the total amount of Common Stock outstanding after the Issuer's public offering, and the full exercise of the underwriters' over-allotment option, would be 16,259,761 shares), and the Issuer's Press Release dated May 10, 2017 (indicating that the public offering had closed and the underwriters had fully exercised their option to purchase additional shares in the over-allotment).

Item 1. (a) Name of Issuer

Bank of Commerce Holdings

Item 1. (b) Address of Issuer's Principal Executive Offices

Bank of Commerce Holdings
1901 Churn Creek Road
Redding, California 96002

Item 2. (a) Name of Person Filing

This Schedule 13G is being filed on behalf of the following persons (the "Reporting Persons"*):

- (i) EJV Capital LLC;
- (ii) Emanuel J. Friedman; and
- (iii) EJV Sidecar Fund, Series LLC – Series E.

*Attached as Exhibit A is a copy of an agreement among the Reporting Persons that this Schedule 13G is being filed on behalf of each of them.

Item 2. (b) Address of Principal Business Office or, if None, Residence

The address of the principal business office of each reporting person is:

2107 Wilson Boulevard
Suite 410
Arlington, VA 22201

Item 2. (c) Citizenship

See Item 4 of the attached cover pages.

Item 2. (d) Title of Class of Securities

Common Stock, no par value ("Common Stock")

Item 2. (e) CUSIP Number

06424J103

Item 3.

Not Applicable.

Item 4. Ownership

(a) Amount beneficially owned:

See Item 9 of the attached cover pages.

(b) Percent of class:

See Item 11 of the attached cover pages.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

See Item 5 of the attached cover pages.

(ii) Shared power to vote or to direct the vote:

See Item 6 of the attached cover pages.

(iii) Sole power to dispose or to direct the disposition:

See Item 7 of the attached cover pages.

(iv) Shared power to dispose or to direct the disposition:

See Item 8 of the attached cover pages.

EJF Sidecar Fund, Series LLC – Series E is the record owner of the number of shares of Common Stock shown on Item 9 of its respective cover page.

EJF Capital LLC is the managing member of EJF Sidecar Fund, Series LLC – Series E and may be deemed to share beneficial ownership of the shares of Common Stock of which EJF Sidecar Fund, Series LLC – Series E is the record owner.

Emanuel J. Friedman is the controlling member of EJF Capital LLC and may be deemed to share beneficial ownership of the shares of Common Stock over which EJF Capital LLC may share beneficial ownership.

Item 5. Ownership of Five Percent or Less of a Class

Not Applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company

Not Applicable.

Item 8. Identification and Classification of Members of the Group

Not Applicable.

Item 9. Notice of Dissolution of Group

Not Applicable.

Item 10. Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 30, 2017

EJF CAPITAL LLC

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EMANUEL J. FRIEDMAN

By: /s/ Emanuel J. Friedman
Name: Emanuel J. Friedman

EJF SIDECAR FUND, SERIES
LLC – SERIES E

By: EJF CAPITAL LLC
Its: Managing Member

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EXHIBIT A

The undersigned, EJV Capital LLC, a Delaware limited liability company, Emanuel J. Friedman, and EJV Sidecar Fund, Series LLC – Series E, a Delaware limited liability company, hereby agree and acknowledge that the information required by this Schedule 13G, to which this Agreement is attached as an exhibit, is filed on behalf of each of them. The undersigned further agree that any further amendments or supplements thereto shall also be filed on behalf of each of them.

Dated: June 30, 2017

EJV CAPITAL LLC

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer

EMANUEL J. FRIEDMAN

By: /s/ Emanuel J. Friedman
Name: Emanuel J. Friedman

EJV SIDECAR FUND, SERIES
LLC – SERIES E

By: EJV CAPITAL LLC
Its: Managing Member

By: /s/ Neal J. Wilson
Name: Neal J. Wilson
Title: Chief Operating Officer