COHEN BETSY Z

Form 4

October 29, 2008

FORM 4

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

OMB 3235-0287 Number:

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005

0.5

Section 16. Form 4 or Form 5 obligations may continue.

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 See Instruction

response...

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * COHEN BETSY Z (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol Bancorp, Inc. [TBBK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
			3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
C/O THE BANCORP, INC., 1818 MARKET STREET			10/27/2008	_X_ Officer (give title Other (specify		
				below) below) Chief Executive Officer		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line)		
PHILADELI	PHIA, PA 19	103		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secur	ities Ac	equired, Disposed	d of, or Benefic	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)			5. Amount of Securities Ownership Form: Direct Owned (D) or Following Indirect (I) Reported (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	10/27/2008		Code V	Amount 16,300	or (D) A	Price	(Instr. 3 and 4) 149,234	D	
Common Stock	10/28/2008		A	10,000	A	<u>(4)</u>	322,004	I	By Soloman Investment Partnership, L.P. (2)
Common Stock	10/28/2008		A	7,700	A	<u>(3)</u>	156,934	D	
Common Stock							35,000	I	By Spouse
							25,900	I	

Common By Spouse Stock IRA

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(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)	4. Transact Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,		ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
			Code V	4, and 5)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
COHEN BETSY Z								
C/O THE BANCORP, INC.	X		Chief Executive Officer					
1818 MARKET STREET	Λ		Chief Executive Officer					
PHILADELPHIA, PA 19103								

Signatures

Martin F. Egan, Attorney-in-fact

**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).
- On October 27, 2008, the reporting person purchased, in multiple transactions, shares of The Bancorp, Inc. at prices ranging from \$3.36 to \$3.42.
- (2) The reporting person and her spouse are the sole shareholders, officers and directors of the corporate general partner of Solomon Investment Partnership, L.P., a limited partnership, and are the sole limited partners of this partnership.

Reporting Owners 2

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- On October 28, 2008, the reporting person purchased, in multiple transactions, shares of The Bancorp, Inc. at prices ranging from \$3.76 to \$4.22.
- (4) On October 28, 2008, the reporting person purchased, in multiple transaction, shares of The Bancorp, Inc. at prices ranging from \$3.84 to \$4.28.

Remarks:

Table I Column 5 does not include the following common shares as to which the reporting person disclaims beneficial owners Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.