

Hamilton Bancorp, Inc.  
Form SC 13G/A  
February 25, 2016

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 4)\***

**Hamilton Bancorp, Inc.(HBK)**

(Name of Issuer)

Common Stock

(Title of Class of Securities)

407015106

(CUSIP Number)

02/02/2016

(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)

Edgar Filing: Hamilton Bancorp, Inc. - Form SC 13G/A

\* 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 the 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 . 407015106 Page 2 of 10

	NAME OF REPORTING PERSONS	Financial Opportunity Fund LLC
<b>1</b>	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) (b)
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION	Delaware
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	<b>5</b> SOLE VOTING POWER <b>6</b> SHARED VOTING POWER 0 <b>7</b> SOLE DISPOSITIVE POWER <b>8</b> SHARED DISPOSITIVE POWER 0
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	0
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0%

**12** TYPE OF REPORTING PERSON OO

CUSIP No . 407015106 Page 3 of 10

NAME OF REPORTING PERSONS

**1** I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY) Martin 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

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

<b>5</b> SOLE VOTING POWER	0
<b>6</b> SHARED VOTING POWER	0
<b>7</b> SOLE DISPOSITIVE POWER	0
<b>8</b> SHARED DISPOSITIVE POWER	0

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0

**10** CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0%

**12** TYPE OF REPORTING PERSON IN

CUSIP No . 407015106 Page 4 of 10

	NAME OF REPORTING PERSONS	Andrew Jose
<b>1</b>	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a) (b)
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION	United States
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	
	<b>5</b> SOLE VOTING POWER	0 (1)
	<b>6</b> SHARED VOTING POWER	
	<b>7</b> SOLE DISPOSITIVE POWER	0 (1)
	<b>8</b> SHARED DISPOSITIVE POWER	
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	0 (1)
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0%

**12** TYPE OF REPORTING PERSON IN

(1) Andrew Jose, of which Mr. Jose is a Managing Partner of FJ Capital Management LLC which manages the Financial Opportunity Fund LLC.

CUSIP No . 407015106 Page 5 of 10

<b>1</b>	NAME OF REPORTING PERSONS  I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)	FJ Capital Management LLC
<b>2</b>	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP	(a)  (b)
<b>3</b>	SEC USE ONLY	
<b>4</b>	CITIZENSHIP OR PLACE OF ORGANIZATION	United States
<b>5</b>	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER SHARED VOTING POWER 0 SOLE DISPOSITIVE POWER SHARED DISPOSITIVE POWER 0
<b>9</b>	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	0
<b>10</b>	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES	

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0%

**12** TYPE OF REPORTING PERSON OO

CUSIP No . 407015106 Page 6 of 10

**1(a). Name of Issuer:**

Hamilton Bancorp, Inc

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

501 Fairmount Avenue  
Suite 200  
Towson, MD 21286

**Item 2(a). Name of Person Filing:**

This Schedule 13G is being filed on behalf of the following Reporting Persons:

Financial Opportunity Fund LLC

FJ Capital Management LLC

Andrew Jose

Martin Friedman

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

Financial Opportunity Fund LLC

1313 Dolley Madison Blvd., Ste 306  
McLean, VA 22101

FJ Capital Management LLC

1313 Dolley Madison Blvd., Ste 306

McLean, VA 22101

Andrew Jose

1313 Dolley Madison Blvd., Ste 306  
McLean, VA 22101

Martin S. Friedman

1313 Dolley Madison Blvd., Ste 306

McLean, VA 22101

**Item 2(c). Citizenship:**

Financial Opportunity Fund LLC, FJ Capital Management LLC – Delaware limited liability companies

Andrew F. Jose – United States citizen

Martin S. Friedman – United States citizen

**Item 2(d). Title of Class of Securities:**

Common Stock

**Item 2(e). CUSIP Number:**

407015106

CUSIP No . 407015106 Page 7 of 10

**Item 3. If This Statement is Filed Pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), Check Whether the Person Filing is a:**

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3);
- (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

**Item 4. Ownership.**

(a) Amount beneficially owned:

Financial Opportunity Fund LLC – 0 shares

Andrew F. Jose – 0 shares

FJ Capital Management LLC – 0 shares

Martin S. Friedman – 0 shares

(b) Percent of class:

Financial Opportunity Fund LLC – 0%

Andrew F. Jose - 0 %

FJ Capital Management LLC – 0%

Martin S. Friedman – 0%

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

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

Andrew F. Jose – 0 Shares

Martin S. Friedman – 0 Shares

CUSIP No . 407015106 Page 8 of 10

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

Financial Opportunity Fund LLC – 0 shares

FJ Capital Management LLC – 0 shares

Martin S. Friedman – 0 shares

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

Andrew F. Jose – 0 Shares

Martin S. Friedman – 0 Shares

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

Financial Opportunity Fund LLC – 0 shares

FJ Capital Management LLC – 0 shares

Martin S. Friedman – 0 shares

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

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

N/A

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

N/A

**Item 8. Identification and Classification of Members of the Group.**

Due to the relationships among them, the reporting persons hereunder may be deemed to constitute a “group” with one another for purposes of Section 13(d)(3) of the Securities Exchange Act of 1934.

**Item 9. Notice of Dissolution of Group.**

N/A

**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.

CUSIP No . 407015106 Page 9 of 10

**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.

Date: 2/22/2016 Financial Opportunity Fund LLC

By: FJ Capital Management LLC, its Managing Member

By: /s/Martin S. Friedman

Name: Martin S. Friedman

Title: Managing Member

FJ CAPITAL MANAGEMENT LLC

By: /s/ Martin S. Friedman

Name: Martin S. Friedman

Title: Managing Member

/s/ Martin S. Friedman

MARTIN S. FRIEDMAN

ANDREW F. JOSE

/s/ Andrew F. Jose

Name: Andrew F. Jose

Title: Co-Founder and Managing Partner

CUSIP No . 407015106 Page 10 of 10

Joint Filing Agreement

The undersigned agree that this Schedule 13G, and all amendments thereto, relating to the Common Stock of Hamilton Bancorp, Inc. (HBK), Inc. shall be filed on behalf of the undersigned.

FINANCIAL OPPORTUNITY

Fund LLC

Andrew F. Jose

By: FJ Capital Management, LLC By: FJ Capital Management, LLC, its Managing Member

By: /s/ Martin S. Friedman

Name: Martin S. Friedman

Title: Managing Member

By: /s/ Andrew F. Jose

Name: Andrew F. Jose

Title: Co-founder and Managing Partner

FJ Capital Management LLC

By: /s/ Martin S. Friedman

Name: Martin S. Friedman

Title: Managing Member

/s/ Martin S. Friedman

MARTIN S. FRIEDMAN