
Section 1: 8-K (8-K)

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

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 16, 2018

PACIFIC MERCANTILE BANCORP

(Exact name of registrant as specified in its charter)

California
(State or other jurisdiction
of incorporation)

0-30777
(Commission
File Number)

33-0898238
(IRS Employer
Identification No.)

949 South Coast Drive, Costa Mesa, California
(Address of principal executive offices)

92626
(Zip Code)

Registrant's telephone number, including area code: (714) 438-2500

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07 Submission of Matters to a Vote of Security Holders

Pacific Mercantile Bancorp (the “Company”) held its annual meeting of shareholders on May 16, 2018. The Company's shareholders voted on the proposals listed below, each of which was described in the Company's proxy statement for the meeting. On the record date for the meeting, there were 23,312,682 shares of the Company's common stock entitled to vote at the meeting.

Voting Results*Proposal 1 — Election of Directors*

The following individuals were elected as directors to serve until the 2019 annual meeting of shareholders and until their successors are elected and qualified. There were no nominees other than those listed below. The voting results were as follows:

| | Votes For | Votes Withheld | Broker Non-Votes |
|---------------------|------------------|-----------------------|-------------------------|
| Romir Bosu | 18,194,260 | 454,866 | 3,918,631 |
| Edward J. Carpenter | 18,154,550 | 494,576 | 3,918,631 |
| John D. Flemming | 17,821,131 | 827,995 | 3,918,631 |
| Michael P. Hoopis | 18,168,741 | 480,385 | 3,918,631 |
| Denis Kalscheur | 18,194,260 | 454,866 | 3,918,631 |
| David J. Munio | 18,219,993 | 429,133 | 3,918,631 |
| John Thomas, M.D. | 18,170,917 | 478,209 | 3,918,631 |
| Thomas M. Vertin | 18,220,806 | 428,320 | 3,918,631 |
| Stephen P. Yost | 18,220,993 | 428,133 | 3,918,631 |

Proposal 2 — Ratification of the Appointment of Independent Registered Public Accountants

The shareholders voted to ratify the appointment of RSM US LLP as the Company's independent registered public accounting firm for the 2018 fiscal year. The results of voting were as follows:

| Votes For | Votes Against | Abstain | Non-Votes |
|------------------|----------------------|----------------|------------------|
| 22,557,465 | 3,711 | 6,581 | — |

Proposal 3 — Advisory Vote on the Compensation of Our Named Executive Officers

The shareholders voted to approve a non-binding advisory resolution concerning the Company's 2017 executive compensation as described in the Company's proxy statement for the meeting. The results of voting were as follows:

| Votes For | Votes Against | Abstain | Broker Non-Votes |
|------------------|----------------------|----------------|-------------------------|
| 16,483,686 | 1,878,428 | 287,012 | 3,918,631 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PACIFIC MERCANTILE BANCORP

Date: May 18, 2018

By:

/s/ Thomas M. Vertin

Thomas M. Vertin,
President and Chief Executive Officer

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