

Solera National Bancorp, Inc.  
 Form 4  
 February 28, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
**FENTON ROBERT J**

2. Issuer Name and Ticker or Trading Symbol  
**Solera National Bancorp, Inc.  
 [OTCQB:SLRK]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**319 S. SHERIDAN BLVD.**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**02/28/2014**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**EVP, Chief Financial Officer**

**LAKEWOOD, CO 80226**  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock, \$.01 Par Value	02/28/2014		C	10,000 A	\$ 0 54,375 <sup>(3)</sup>	D	
Common Stock, \$.01 Par Value					250	I	By Son
Common Stock, \$.01 Par Value					250	I	By Daughter
Common Stock, \$.01					250	I	By Daughter

Par Value

Common  
Stock, \$.01  
Par Value

250

I

By Son

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

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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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 3	02/28/2014		X	7,500	<u>(1)</u> 01/14/2021	Common Stock, \$.01 Par Value	7,500
Stock Option (Right to Buy)	\$ 3.35	02/28/2014		X	2,500	<u>(2)</u> 01/13/2022	Common Stock, \$.01 Par Value	2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FENTON ROBERT J 319 S. SHERIDAN BLVD. LAKEWOOD, CO 80226			EVP, Chief Financial Officer	

## Signatures

Robert J. Fenton                      02/28/2014  
 \*\*Signature of                      Date  
 Reporting Person

## 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).

10,000 Incentive Stock Options were granted to the Reporting Person on January 14, 2011. Beginning February 14, 2011, the Incentive Stock Options began vesting ratably over 48 equal monthly installments. On February 28, 2014, 7,500 Incentive Stock Options were exercised by the Reporting Person. As a result, 2,500 Stock Options are still held by the Reporting Person exercisable at \$3.00 per share.

10,000 Incentive Stock Options were granted to the Reporting Person on January 13, 2012. Beginning February 13, 2012, the Incentive Stock Options began vesting ratably over 48 equal monthly installments. On February 28, 2014, 2,500 Incentive Stock Options were exercised by the Reporting Person. As a result, 7,500 Stock Options are still held by the Reporting Person exercisable at \$3.35 per share.

(3) 54,375 shares owned jointly with spouse

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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