

HOME BANCORP, INC.  
Form SC 13G/A  
November 26, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No. 1)\***

**Home Bancorp, Inc. (HBCP)**

(Name of Issuer)

Common Stock

(Title of Class of Securities)

43689E107

(CUSIP Number)

11/21/2014

(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 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).

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**1** NAME OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
 FJ Capital Management LLC

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
 (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
**5** SOLE VOTING POWER  
**6** SHARED VOTING POWER 498,156 (1)  
**7** SOLE DISPOSITIVE POWER  
**8** SHARED DISPOSITIVE POWER 274,854 (2)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 498,156 (1)

**10**

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

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 7.00%

12 TYPE OF REPORTING PERSON OO

(1) Consists of 205,838 shares of common stock held by Financial Opportunity Fund LLC, of which FJ Capital Management LLC is the managing member, 190,277 shares held by Bridge Equities III LLC and 33,025 shares held by Bridge Equities VIII LLC, both of which FJ Capital Management LLC is the sub-investment advisor, and 62,554 shares of common stock held by a managed account that FJ Capital Management manages. Martin Friedman individually owns 6,462 shares of common stock. Mr. Friedman is the managing member of FJ Capital Management LLC.

(2) Consists of 205,838 shares of common stock held by Financial Opportunity Fund LLC, of which FJ Capital Management LLC is the managing member, 62,554 shares owned by a managed account that FJ Capital Management manages and Martin Friedman individually owns 6,462 shares of common stock. Mr. Friedman is the managing member of FJ Capital Management LLC.

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**1** NAME OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
 Financial Opportunity Fund LLC

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
 (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
**5** SOLE VOTING POWER  
**6** SHARED VOTING POWER 205,838(1)  
**7** SOLE DISPOSITIVE POWER  
**8** SHARED DISPOSITIVE POWER 205,838 (1)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 205,838 (1)

**10**

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

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 2.89%

**12** TYPE OF REPORTING PERSON OO

(1) Consists of 205,838 shares of common stock held by Financial Opportunity Fund LLC, of which FJ Capital Management LLC is the managing member. Mr. Friedman is the managing member of FJ Capital Management LLC.

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**1** NAME OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
 Martin S. 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  
**5** SOLE VOTING POWER  
**6** SHARED VOTING POWER 498,156 (1)  
**7** SOLE DISPOSITIVE POWER  
**8** SHARED DISPOSITIVE POWER 274,854 (2)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 498,156 (1)

**10**

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

11 PERCENT OF CLASS REPRESENTED 7.00%  
BY AMOUNT IN ROW 9

12 TYPE OF REPORTING PERSON IN

(1) Consists of 205,838 shares of common stock held by Financial Opportunity Fund LLC, of which FJ Capital Management LLC is the managing member, 190,277 shares held by Bridge Equities III LLC and 33,025 shares held by Bridge Equities VIII LLC, both of which FJ Capital Management LLC is the sub-investment advisor, and 62,554 shares of common stock held by a managed account that FJ Capital Management manages. Martin Friedman individually owns 6,462 shares of common stock. Mr. Friedman is the managing member of FJ Capital Management LLC.

(2) Consists of 205,838 shares of common stock held by Financial Opportunity Fund LLC, of which FJ Capital Management LLC is the managing member, 62,554 shares owned by a managed account that FJ Capital Management manages and Martin Friedman individually owns 6,462 shares of common stock. Mr. Friedman is the managing member of FJ Capital Management LLC.



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**1** NAME OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
 Bridge Equities III LLC

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
 (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
**5** SOLE VOTING POWER  
**6** SHARED VOTING POWER 190,277 (1)  
**7** SOLE DISPOSITIVE POWER  
**8** SHARED DISPOSITIVE POWER 190,277 (1)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 190,227 (1)

**10**

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

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 *2.67%*

**12** TYPE OF REPORTING PERSON OO

(1) Consists of 190,277 shares of common stock held by Bridge Equities III, of which FJ Capital Management LLC is the sub- investment advisor, and Mr. Friedman is the managing member of FJ Capital Management LLC.

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**1** NAME OF REPORTING PERSONS  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
 Bridge Equities VIII LLC

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
 (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

**5** SOLE VOTING POWER

**6** SHARED VOTING POWER 33,035 (1)

**7** SOLE DISPOSITIVE POWER

**8** SHARED DISPOSITIVE POWER 33,035 (1)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 33,035 (1)

**10**

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

**11** PERCENT OF CLASS REPRESENTED .46%  
BY AMOUNT IN ROW 9

**12** TYPE OF REPORTING PERSON OO

(1) Consists of 33,025 shares of common stock held by Bridge Equities VIII LLC, of which FJ Capital Management LLC is the sub- investment advisor, and Mr. Friedman is the managing member of FJ Capital Management LLC.

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**1** NAME OF REPORTING PERSONS  
SunBridge Manager LLC  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
(b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
**5** SOLE VOTING POWER  
**6** SHARED VOTING POWER 223,302 (1)  
**7** SOLE DISPOSITIVE POWER  
**8** SHARED DISPOSITIVE POWER 223,302 (1)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 223,302 (1)

**10**

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

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 3.14%

**12** TYPE OF REPORTING PERSON OO

(1) Consists of (i) 190,277 shares of common stock held by Bridge Equities III LLC and (ii) 33,025 shares of common stock held by Bridge Equities VIII LLC, of which SunBridge Manager, LLC is the Managing Member.

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**1** NAME OF REPORTING PERSONS  
SunBridge Holdings LLC  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)  (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
**5** SOLE VOTING POWER  
**6** SHARED VOTING POWER 223,302 (1)  
**7** SOLE DISPOSITIVE POWER  
**8** SHARED DISPOSITIVE POWER 223,302 (1)

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 223,302 (1)

**10**

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

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 3.14%

**12** TYPE OF REPORTING PERSON OO

(1) Consists of (i) 190,277 shares of common stock held by Bridge Equities III LLC and (ii) 33,025 shares of common stock held by Bridge Equities VIII LLC, of which SunBridge Manager, LLC is the Managing Member.

SunBridge Holdings, LLC is the Managing Member of SunBridge Manager, LLC.



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1 NAME OF REPORTING PERSONS Realty Investment Company Inc  
 I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a)   
 (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION Maryland

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  
 5 SOLE VOTING POWER  
 6 SHARED VOTING POWER 223,302 (1)  
 7 SOLE DISPOSITIVE POWER  
 8 SHARED DISPOSITIVE POWER 223,302 (1)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 223,302 (1)

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

CERTAIN SHARES

**11** PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 3.14%

**12** TYPE OF REPORTING PERSON CO

(1) Consists of (i) 190,277 shares of common stock held by Bridge Equities III LLC and (ii) 33,025 shares of common stock held by Bridge Equities VIII LLC, of which SunBridge Manager, LLC is the Managing Member.

SunBridge Holdings, LLC is the Managing Member of SunBridge Manager, LLC. Realty Investment Company, Inc. is the Manager of SunBridge Holdings, LLC.

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**Item Name of**

**1(a). Issuer:**

Home  
Bancorp  
(HBCP)

**Address of**

**Item Issuer's  
1(b). Principal  
Executive**

**Offices:**  
503 Kaliste  
Saloom Road  
Lafayette, LA  
70508

**Item Name of**

**2(a). Person**

**Filing:**

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

FJ Capital  
Management  
LLC

Financial  
Opportunity  
Fund LLC

Martin S.  
Friedman  
Bridge  
Equities III  
LLC

Bridge  
Equities VIII

LLC

SunBridge  
Manager LLC

SunBridge  
Holdings LLC

Realty  
Investment  
Company Inc

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

FJ Capital  
Management,  
LLC

1313 Dolley  
Madison  
Blvd., Ste 306

McLean, VA  
22101

Financial  
Opportunity  
Fund LLC

1313 Dolley  
Madison  
Blvd., Ste 306

McLean, VA  
22101

Martin S.  
Friedman

1313 Dolley  
Madison

Bldv., Ste 306

McLean, VA  
22101

Bridge  
Equities III  
LLC

8171 Maple  
Lawn Blvd,  
Suite 375

Fulton, MD  
20759

Bridge  
Equities VIII  
LLC

8171 Maple  
Lawn Blvd,  
Suite 375

Fulton, MD  
20759

SunBridge  
Manager LLC

8171 Maple  
Lawn Blvd,  
Suite 375

Fulton, MD  
20759

SunBridge  
Holdings LLC

8171 Maple  
Lawn Blvd,  
Suite 375

Fulton, MD  
20759

Realty  
Investment  
Company Inc

8171 Maple  
Lawn Blvd,  
Suite 375

Fulton, MD  
20759

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

FJ Capital  
Management,  
LLC,  
Financial  
Opportunity  
Fund LLC,  
Bridge  
Equities III  
LLC, Bridge  
Equities VIII  
LLC,  
SunBridge  
Manager  
LLC,  
SunBridge  
Holdings LLC  
– Delaware  
limited  
liability  
companies  
Martin S.  
Friedman –  
United States  
citizen  
Realty  
Investment  
Company Inc –  
Maryland  
corporation

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

Common  
Stock

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

43689E107

**Item If This  
3. 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.**

Ownership information is provided as of:

- (a) Amount beneficially owned:



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FJ Capital  
Management LLC –  
498,156 shares

Financial Opportunity  
Fund LLC – 205,838  
shares

Martin S. Friedman –  
498,156 shares

Bridge Equities III  
LLC – 190,277 shares

Bridge Equities VIII  
LLC– 33,025 shares

SunBridge Manager  
LLC – 223,302 shares

SunBridge Holdings  
LLC - 223,302 shares

Realty Investment  
Company Inc -  
223,302 shares

(b) Percent of class:

FJ Capital  
Management LLC –  
7.00%

Financial Opportunity  
Fund LLC – 2.89%

Martin S. Friedman –  
7.00%

Bridge Equities III  
LLC – 2.67%

Bridge Equities VIII  
LLC– 0.46%

SunBridge Manager  
LLC - 3.14%

SunBridge Holdings  
LLC - 3.14%

Realty Investment  
Company Inc – 3.14%

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

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

All Reporting  
Persons – 0

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

FJ Capital  
Management  
LLC –  
498,156  
shares

Financial  
Opportunity  
Fund LLC –  
205,838  
shares

Martin S.  
Friedman –  
498,156  
shares

Bridge  
Equities III  
LLC –  
190,277  
shares

Bridge  
Equities VIII  
LLC– 33,025  
shares

SunBridge  
Manager  
LLC –  
223,302  
shares

SunBridge  
Holdings  
LLC -  
223,302  
shares

Realty  
Investment  
Company Inc  
- 223,302  
shares

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

All Reporting  
Persons – 0

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

FJ Capital  
Management  
LLC –  
274,854  
shares

Financial  
Opportunity  
Fund LLC –  
205,838  
shares

Martin S.  
Friedman –  
274,854  
shares

Bridge  
Equities III  
LLC –

190,277  
shares

Bridge  
Equities VIII  
LLC- 33,025  
shares

SunBridge  
Manager  
LLC -  
223,302  
shares

SunBridge  
Holdings  
LLC -  
223,302  
shares

Realty  
Investment  
Company Inc  
- 223,302  
shares

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

N/A

**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.

**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.

Financial Opportunity Fund LLC

Date: 11/25/2014 By: FJ Capital Management LLC, its Managing Member

/s/ Martin S. Friedman

Name: Martin S. Friedman

Title: Managing Member

FJ Capital Management LLC

By: /s/ Martin S. Friedman

Name:

Title:

/s/ Martin S. Friedman

MARTIN S. FRIEDMAN

Bridge Equities III, LLC

By: SunBridge Manager, LLC, its Managing Member

By: /s/ Christine A. Shreve

Name: Christine A. Shreve

Title: Manager

Bridge Equities VIII, LLC

By: SunBridge Manager, LLC, its Managing Member

By: /s/ Christine A. Shreve

Name: Christine A. Shreve

Title: Manager

SunBridge Manager, LLC

By: /s/ Christine A. Shreve

Name: Christine A. Shreve

Title: Manager



SunBridge Holdings, LLC

By: Realty Investment Company, Inc., its Manager

By: /s/ Christine A. Shreve

Name: Christine A. Shreve

Title: President

realty investment company, inc.

By: /s/ Christine A. Shreve

Name: Christine A. Shreve

Title: President

**Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C, 1001)**

Exhibit 1

Joint Filing Agreement

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

FINANCIAL OPPORTUNITY  
Fund LLC  
By: FJ Capital Management, LLC

Bridge Equities III, LLC  
By: SunBridge Manager, LLC,  
its Managing Member

By: /s/ Martin S. Friedman  
Name: Martin S. Friedman  
Title: Managing Member

By: /s/ Christine A. Shreve  
Name: Christine A. Shreve  
Title: Manager

FJ Capital Management LLC

BRIDGE EQUITIES VIII,  
LLC  
By: SunBridge Manager, LLC,  
its Managing Member

By: /s/ Martin S. Friedman  
Name:  
Title:

By: /s/ Christine A. Shreve  
Name: Christine A. Shreve  
Title: Manager

SunBridge MANAGER,, LLC  
By: Realty Investment  
Company, Inc., its Manager

/s/ Martin S. Friedman  
MARTIN S. FRIEDMAN

By: /s/ Christine A. Shreve  
Name: Christine A. Shreve  
Title: President

SUNBRIDGE HOLDINGS,  
LLC  
By: Realty Investment  
Company , Inc., its Manager

By:/s/ Christine A. Shreve  
Name: Christine A. Shreve  
Title: President

realty investment company, inc.

By:/s/ Christine A. Shreve  
Name: Christine A. Shreve  
Title: President