

DIME COMMUNITY BANCSHARES INC
 Form 4
 April 04, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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 *
 MAHON KENNETH J

2. Issuer Name and Ticker or Trading Symbol
 DIME COMMUNITY BANCSHARES INC [DCOM]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 300 CADMAN PLAZA WEST, 8TH FLOOR
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/30/2016

Director 10% Owner
 Officer (give title below) Other (specify below)
 PRESIDENT AND CEO

BROOKLYN, NY 11201

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/30/2016 ⁽¹⁾	12/30/2016 ⁽¹⁾	A		23,819	A	\$ 20.1
Common Stock	12/30/2016 ⁽²⁾	12/30/2016 ⁽²⁾	A		1,768	A	\$ 20.1
Common Stock							135,852
Common Stock							152,341
Common Stock							20,322

Awards

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 Options (Right to Buy)	\$ 15.46					05/01/2015 ⁽³⁾ 04/29/2021	Common Stock	9,709
Stock Options (Right to Buy)	\$ 12.75					05/01/2011 04/30/2020	Common Stock	3,044
Stock Options (Right to Buy)	\$ 16.73					05/01/2012 ⁽⁴⁾ 07/31/2018	Common Stock	11,706

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAHON KENNETH J 300 CADMAN PLAZA WEST 8TH FLOOR BROOKLYN, NY 11201	X		PRESIDENT AND CEO	

Signatures

/s/ KENNETH J.
MAHON

04/04/2017

__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).

Allocation of earned shares during the year ended December 31, 2016 in the Company's qualified Employee Stock Ownership Plan.

(1) While the allocation is deemed effective as of December 31, 2016, the amount of shares allocated was not fully determined until on or about March 31, 2017.

Allocation of earned shares during the year ended December 31, 2016 in the Company's non-qualified Benefit Maintenance Plan. While

(2) the allocation is deemed effective as of December 31, 2016, the amount of shares allocated was not fully determined until on or about March 31, 2017.

(3) Award vests in equal annual installments on May 1, 2012, 2013, 2014 and 2015.

(4) Award vests in equal annual installments (adjusted for rounding) on May 1, 2009, 2010, 2011 and 2012.

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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