WALSH EUGENE J

Form 4

February 14, 2019

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

Section 16. Form 4 or Form 5 obligations

if no longer

subject to

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940

response... 0.5

**OMB APPROVAL** 

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading WALSH EUGENE J Issuer Symbol FIDELITY D & D BANCORP INC (Check all applicable) [FDBC] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X\_ Officer (give title Other (specify (Month/Day/Year) below) below) **6 CARTEL LANE** 02/12/2019 VP & COO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line)

**SPRINGBROOK** TOWNSHIP, PA 18444

(State)

(Zip)

(City)

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

Person

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

					1,	. ,	•
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect
(Instr. 3)	•	any	Code	Disposed of (D)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership
					Following	(Instr. 4)	(Instr. 4)
				(4)	Reported		
				(A)	Transaction(s)		
				or	(Instr. 3 and 4)		
			Code V	Amount (D) Price			
Common Stock	02/12/2019(1)		S	1,965 D <u>(1)</u>	5,873.6971	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: WALSH EUGENE J - Form 4

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Pri Deriv Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Appreciation Rights	(2)					(3)	<u>(4)</u>	Common Stock	11,504	

VP & COO

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

WALSH EUGENE J

SPRINGBROOK TOWNSHIP, PA 18444

## **Signatures**

**6 CARTEL LANE** 

John Pash 02/14/2019

\*\*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).
- (1) Sold as follows: 56 shares at \$59.84 on 2/12/19, 50 shares at \$59.80 on 2/13/19 and 1,859 shares at \$58.37 on 2/14/19
- (2) 2016 Grant = \$21.60, 2017 Grant = \$26.17, 2018 Grant = \$49.50 and 2019 Grant = \$59.70.
- (3) The stock appreciation rights vest in three equal installments beginning on 2/2/2017 for the 2016 grant, on 2/8/2018 for the 2017 grant, on 2/7/2019 for the 2018 grant and on 2/5/2020 for the 2019 grant.
- (4) The stock appreciation rights expire as follows: 2/1/2026 for the 2016 grant, 2/7/2027 for the 2017 grant, 2/6/2028 for the 2018 grant and 2/4/2029 for the 2019 grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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