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DIME COMMUNITY BANCSHARES INC

Form 4/A March 23, 2017

FORM 4

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

OMB APPROVAL OMB

Expires:

Check this box if no longer subject to

3235-0287 Number: January 31,

2005

Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

BANCSHARES INC [DCOM]

5. Relationship of Reporting Person(s) to Issuer

Williams Omer SJ

Symbol

(Check all applicable)

(Last)

(Middle)

3. Date of Earliest Transaction

DIME COMMUNITY

_X__ Director 10% Owner Officer (give title Other (specify

300 CADMAN PLAZA WEST 8TH

(First)

(Street)

02/22/2017

FLOOR

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year) 02/23/2017

(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

below)

BROOKLYN, NY 11201

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secur	ities Acq	uired, Disposed o	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock	02/22/2017	02/22/2017	X	10,000	A	\$ 13.74	42,220	D	
Common Stock	02/22/2017	02/22/2017	S	10,000	D	\$ 21.85	32,220	D	
Common Stock							0	I	Restricted Stock Award
Common Stock							2,761	I	Restricted Stock Award

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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	2.	3. Transaction Date		4. 5. Number of		6. Date Exercisable and		7. Title and Amount of	
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying Securities	
Security	or Exercise		any	Code	Securities	(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of Derivative		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of				
	Security				(D)				
	Security			(Instr. 3, 4,					
				and 5)					
					,				
						Date	Expiration		Amount or
						Exercisable	Date	Title	Number
				Code V	(A) (D)				of Shares
Stock									
Options								Common	
(Right to	\$ 13.74	02/22/2017	02/22/2017	X	10,000	05/01/2008	05/01/2017	Stock	10,000
								SIOCK	
Buy)									

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Williams Omer SJ 300 CADMAN PLAZA WEST 8TH FLOOR X BROOKLYN, NY 11201

Signatures

/s/ OMER S.J. 03/23/2017 WILLIAMS

**Signature of Reporting Date
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).

Remarks:

The original Form 4 filing erroneously omitted the sale transaction of a same day exercise and sell transaction. A Form 144 was 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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