

ADAMS DIVERSIFIED EQUITY FUND, INC.

Form 144

October 26, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 144  
NOTICE OF PROPOSED SALE OF SECURITIES  
PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

ATTENTION: Transmit for filing 3 copies of this form concurrently with either placing an order with a broker to execute sale or executing a sale directly with a market maker.

OMB APPROVAL  
OMB Number: 3235-0101

Expires: May 31, 2017  
Estimated average burden  
hours per response ..... 1.00

SEC USE ONLY  
DOCUMENT SEQUENCE NO.  
CUSIP NUMBER  
WORK LOCATION

- 1 (a) NAME OF ISSUER: Adams Diversified Equity Fund, Inc.  
(b) IRS IDENT. NO.: 13-4912740  
(c) S.E.C. FILE NO.: 0000002230

- 1 (d) ADDRESS OF ISSUER STREET CITY STATE ZIP CODE:  
500 East Pratt Street, Suite 1300, Baltimore, MD 21202  
(e) TELEPHONE NO. AREA CODE NUMBER: (410) 752-5900

- 2 (a) NAME OF PERSON FOR WHOSE ACCOUNT THE SECURITIES ARE TO BE SOLD: Mark E. Stoeckle  
(b) RELATIONSHIP TO ISSUER: CEO  
(c) ADDRESS STREET CITY STATE ZIP CODE:  
500 East Pratt Street, Baltimore, MD 21202

INSTRUCTION: The person filing this notice should contact the issuer to obtain the I.R.S. Identification Number and the S.E.C. File Number.

- 3 (a) Common Stock  
(b) Convergex  
3501 Quadrangle Blvd., Suite 200  
Orlando, FL 32817

SEC USE ONLY  
(c) Number of Shares or Other Units To Be Sold (See instr. 3(c): 21,110  
(d) Aggregate Market Value (See instr. 3(d): 274,220.23  
(e) Number of Shares or Other Units Outstanding (See instr. 3(e): 8,405.104

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(f) Approximate Date of Sale (See instr. 3(f) (MO. DAY YR.): 10/27/2016  
(g) Name of Each Securities Exchange (See instr. 3(g): NYSE

Securities are to be Offered or Each Market Maker who is Acquiring the Securities  
Broker-Dealer  
File Number

INSTRUCTIONS:

1. (a) Name of issuer  
(b) Issuer's I.R.S. Identification Number  
(c) Issuer's S.E.C. file number, if any  
(d) Issuer's address, including zip code  
(e) Issuer's telephone number, including area code
  
2. (a) Name of person for whose account the securities are to be sold  
(b) Such person's relationship to the issuer (e.g., officer, director, 10% stockholder, or member of immediate family of any of the foregoing)  
(c) Such person's address, including zip code
  
3. (a) Title of the class of securities to be sold  
(b) Name and address of each broker through whom the securities are intended to be sold  
(c) Number of shares or other units to be sold (if debt securities, give the aggregate face amount)  
(d) Aggregate market value of the securities to be sold as of a specified date within 10 days prior to the filing of this notice  
(e) Number of shares or other units of the class outstanding, or if debt securities the face amount thereof outstanding,  
as shown by the most recent report or statement published by the issuer  
(f) Approximate date on which the securities are to be sold  
(g) Name of each securities exchange, if any, on which the securities are intended to be sold

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 control number.  
SEC 1147 (08-07)

TABLE I: SECURITIES TO BE SOLD

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

Title of the Class: Common

Date you Acquired: 2/11/2013

Nature of Acquisition Transaction: Grant

Name of Person from Whom Acquired (If gift, also give date

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donor acquired): Adams Diversified Equity Fund, Inc.

Amount of Securities Acquired: 41,884

Date of Payment: N/A

Nature of Payment: N/A Grant

INSTRUCTIONS: If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

TABLE II: SECURITIES SOLD DURING THE PAST 3 MONTHS  
Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

Name and Address of Seller: Mark E. Stoeckle

Title of Securities Sold: Adams Diversified Equity Fund, Inc.

Date of Sale: N/A

Amount of Securities Sold: None Prior

Gross Proceeds: N/A

REMARKS:

INSTRUCTIONS:  
See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice.

ATTENTION: The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

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DATE OF NOTICE: 10/25/2016

DATE OF PLAN ADOPTION OR GIVING OF INSTRUCTION, IF RELYING  
ON RULE 10B5-1

SIGNATURE: /s/ Gail L. Valenti as Attorney-in-Fact for Mark  
E. Stoeckle

The notice shall be signed by the person for whose account  
the securities are to be sold. At least one copy  
of the notice shall be manually signed. Any copies not  
manually signed shall bear typed or printed signatures.

ATTENTION: Intentional misstatements or omission of facts  
constitute Federal Criminal Violations (See 18 U.S.C. 1001)  
SEC 1147 (02-08)