

DIME COMMUNITY BANCSHARES INC  
 Form 5  
 March 27, 2014

# FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

|   |         |          |  |  |   |  |
|---|---------|----------|--|--|---|--|
| 1. Name and Address of Reporting Person * |         |          | 2. Issuer Name and Ticker or Trading Symbol                  |  | 5. Relationship of Reporting Person(s) to Issuer  |  |
| BENNETT LANCE                             |         |          | DIME COMMUNITY BANCSHARES INC [DCOM]                         |  | (Check all applicable)  |  |
| (Last)                                    | (First) | (Middle) | 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) |  | <input type="checkbox"/> Director<br><input checked="" type="checkbox"/> Officer (give title below)<br><input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Other (specify below) |  |
| 209 HAVEMEYER STREET                      |         |          | 12/31/2013   |  | Executive VP & General Counsel  |  |
| (Street)                                  |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)         |  | 6. Individual or Joint/Group Reporting (check applicable line)  |  |
| BROOKLYN, NY 11211                        |         |          |  |  | <input checked="" type="checkbox"/> Form Filed by One Reporting Person<br><input type="checkbox"/> 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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--------|----------|--|--|---|
|                                 |                                      |  |                                | (A) Amount  | or (D) | Price    |  |  |   |
| Common Stock                    | 12/31/2013 <sup>(1)</sup>            | 03/18/2014   | J4                             | 780   | A      | \$ 16.92 | 11,708   | I  | ESOP  |
| Common Stock                    | ^                                    | ^  | ^                              | ^   | ^      | ^        | 0  | I  | 401(k) Plan   |
| Common Stock                    | ^                                    | ^  | ^                              | ^   | ^      | ^        | 1,246  | I  | Benefit Maintenance Plan                              |
|                                 | ^                                    | ^  | ^                              | ^   | ^      | ^        | 24,897   | D  | ^   |

Common  
Stock

Restricted  
Stock  
Award

^

^

^

^

^

^

9,393

I

Restricted  
Stock Award

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

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**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. Price of Derivative Security (Instr. 5) | 9. of D |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---------|
|  |  |                                      |  |                                | (A) (D)   | Date Exercisable Expiration Date                         | Title Number of Shares  |  |         |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |         |                                  |
|---|---------------|-----------|---------|----------------------------------|
|   | Director      | 10% Owner | Officer | Other                            |
| BENNETT LANCE<br>209 HAVEMEYER STREET<br>BROOKLYN, NY 11211 | ^             | ^         | ^       | Executive VP & General Counsel ^ |

## Signatures

/s/ LANCE BENNETT  
03/27/2014

\*\*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).

Amount represents annual allocation of shares under the Employee Stock Ownership Plan of Dime Community Bancshares, Inc. While (1) the aggregate allocation for all employees is completed and deemed effective as of December 31, 2013, the breakout of the aggregate allocation by active participant (including the Section 16 reporting person) is not completed until late March of each year.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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