

Walker & Dunlop, Inc.
Form 4
February 01, 2013

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
CREDIT SUISSE AG/

(Last) (First) (Middle)

SEE FOOTNOTE (1) IN EXHIBIT
99.1, 11 MADISON AVENUE

(Street)

NEW YORK, NY 10010

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

Walker & Dunlop, Inc. [WD]

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

01/30/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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 Beneficial Ownership (Instr. 4)		
			Code	V	Amount (A) or (D)	Price			
Common Stock	01/30/2013		S <u>(1)</u>		62,700 <u>(2)</u>	\$ 20.9497 <u>(2)</u> <u>(3)</u>	4,037,092	I <u>(4)</u>	See Note <u>(4)</u>
Common Stock	01/30/2013		S <u>(1)</u>		88,000 <u>(2)</u>	\$ 21.0312 <u>(2)</u> <u>(5)</u>	3,949,092	I <u>(4)</u>	See Note <u>(4)</u>

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
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(9-02)

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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. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

CREDIT SUISSE AG/
SEE FOOTNOTE (1) IN EXHIBIT 99.1
11 MADISON AVENUE
NEW YORK, NY 10010

X

Signatures

/s/ Louise Guarneri, Managing Director on behalf of Credit
Suisse AG

02/01/2013

__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).

Column Guaranteed LLC ("Column") sold shares of common stock of the Issuer pursuant to a plan intended to comply with Rule
(1) 10b5-1(c) under the Securities Exchange Act of 1934, previously entered into on December 6, 2012. Column is an indirect subsidiary of
the Reporting Person (see note (1) on Exhibit 99.1).

The number of securities reported represents an aggregate number of shares sold in multiple open market transactions over a range of sale
(2) prices. The price reported represents the weighted average price. The Reporting Person undertakes to provide the staff of the SEC, the
Issuer, or a stockholder of the Issuer, upon request, the number of shares sold by the Reporting Person at each separate price within the
range.

(3) Sale prices range from \$20.93 to \$21.05 per share, inclusive.

(4) Represents shares directly held by Column and indirectly beneficially owned by Reporting Person (see note (1) on Exhibit 99.1).

(5) Sale prices range from \$21.00 to \$21.39 per share, inclusive.

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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