Edgar Filing: Warner Richard C - Form 4

Warner Richar Form 4	rd C											
May 06, 2013												
FORM /										OMB APPROVAL		
Washington, D.C. 20549								OMB Number:	3235-0287			
Check this if no longe subject to Section 16. Form 4 or Form 5 obligations	 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 								burden hou response	Estimated average burden hours per response 0.5		
may contin <i>See</i> Instruc 1(b).	ue. Section 1		of the Inv	•	•	- ·			11			
(Print or Type Re	esponses)											
Warner Richard C S			2. Issuer Name and Ticker or Trading Symbol Walker & Dunlop, Inc. [WD]					5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (Middle) 3. Date of Ea				nsaction			(Check all applicable)				
1)			(Month/Day/Year) 05/03/2013					Director 10% Owner X Officer (give title Other (specify below) below) EVP & Chief Credit Officer				
			endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 					
BETHESDA,	, MD 20814								More than One Re			
(City)	(State)	(Zip)	Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) Executio any	med on Date, if Day/Year)	3. Transactio Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) c l of (D))	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	or (D)	Price	(Instr. 3 and 4)				
Common Stock	05/03/2013			S <u>(1)</u>	5,000	D	\$ 18 (2)	83,026	D			
Common Stock								37,627	Ι	By Spouse		

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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amor Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
Repo	rting O	wners			P	alationships					

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Warner Richard C C/O WALKER & DUNLOP, INC. 7501 WISCONSIN AVENUE, SUITE 120 BETHESDA, MD 20814	0E		EVP & Chief Credit Officer					
Signatures								
/s/ Richard M. Lucas, attorney-in-fact	05/06/2013							
**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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Warner on March 21, 2013.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$18.00 to \$18.01, inclusive. Mr. Warner undertakes to provide Walker & Dunlop, Inc., any security holder of Walker & Dunlop, Inc., or the staff

(2) of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote 2.

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.