

DIME COMMUNITY BANCSHARES INC  
Form SC 13G/A  
February 13, 2018

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D. C. 20549  
SCHEDULE 13G/A  
Under the Securities Exchange Act of 1934

Dime Community Bancshares, Inc.

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(Name of Issuer)

Common Stock, par value \$.01 per share

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(Title of Class of Securities)

253922-10-8

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(CUSIP Number)

N/A

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Date of Event which Requires Filing of this Statement

Check the appropriate box to designate the rule pursuant to which the Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 253922-10-8 13G/A Page 2 of 5 Pages

1 NAME OF REPORTING PERSON  
SS. OR I.R.S. IDENTIFICATION NO.  
OF ABOVE PERSON  
(VOLUNTARY)  
Employee Stock Ownership Plan Trust  
of Dime Community Bancshares, Inc.  
and Certain Affiliates

2 CHECK THE APPROPRIATE BOX  
IF A MEMBER OF A GROUP\*  
(a)  
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF  
ORGANIZATION  
Delaware Corporation's employee  
benefit plan organized in New York

5 SOLE VOTING POWER  
0

6 SHARED VOTING POWER  
0

7 SOLE DISPOSITIVE POWER  
0

8 SHARED DISPOSITIVE POWER  
0

9 AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON  
0

10 CHECK IF THE AGGREGATE  
AMOUNT IN ROW 9 EXCLUDES  
CERTAIN SHARES\*

PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW 9

11

0% of 37,419,070 shares of Common  
Stock outstanding as of December 31,  
2017.

TYPE OF REPORTING PERSON\*

12

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Page 3 of 5 Pages

Item 1(a)

Name of Issuer: Dime Community Bancshares, Inc. ("Company")

Item 1(b)

Address of Issuer's Principal Executive Office: 300 Cadman Plaza West, 8<sup>th</sup> Floor  
Brooklyn, NY 11201

Item 2(a)

Name of Person Filing: Employee Stock Ownership Plan Trust of Dime Community  
Bancshares, Inc. and Certain Affiliates

Trustee: Pentegra Asset Management

Item 2(b)

Address of Principal Business Office: ESOP: 300 Cadman Plaza West, 8<sup>th</sup> Floor  
Brooklyn, NY 11201 Trustee: 2 Enterprise Drive, Suite 408  
Shelton, CT 06484

Item 2(c)

Citizenship: U.S.A.

Item 2(d)

Title of Class of Securities: Common Stock, par value \$.01 per share ("Common Stock")

Item 2(e)

CUSIP Number: 253922-10-8

Item 3

If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

(d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

(e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);

(f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

(g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

(h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

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Page 4 of 5 Pages

Item 4

Ownership:

The following information with respect to the Plan's ownership of Common Stock is provided as of December 31, 2017.

|  |    |
|--|----|
| (a) Amount Beneficially Owned                            | 00 |
| (b) Percent of Class                                     | 0% |
| (c) Number of shares as to which such person has:        |    |
| (i) sole power to vote or to direct the vote             | 0  |
| (ii) shared power to vote or to direct the vote          | 0  |
| (iii) sole power to dispose or to direct disposition of  | 0  |
| (iv) shared power to dispose or to direct disposition of | 0  |

The reporting person is an employee stock ownership plan ("ESOP") under the Employee Retirement Income Security Act of 1974, as amended ("ERISA") with individual accounts for the accrued benefits of participating employees and their beneficiaries. On June 30, 2017, the ESOP transferred all shares of Common Stock from the plan and merged into the Dime Community Bank KSOP. As of July 1, 2017, there were no shares of Common Stock in the plan.

Item 5

Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

Item 6

Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable

Item 7

Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company:

Not applicable

Item 8

Identification and Classification of Members of the Group:

Not applicable

Item 9

Notice of Dissolution of Group

Not applicable

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Page 5 of 5 Pages

Item 10

Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business, and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of such securities, and were not acquired and are not held in connection with or as a participant in any transaction having such purposes or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 13, 2018

(Date)

Employee Stock Ownership Plan of Dime Community Bancshares, Inc. and Certain Affiliates

By: /s/ ANGELA K. FINLAY

Angela K. Finlay – Plan Administrator

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