

DALLAS ROBERT H II
 Form 4
 December 04, 2012

FORM 4

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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 DALLAS ROBERT H II

(Last) (First) (Middle)

C/O UNITY BANCORP INC, 64
 OLD HIGHWAY 22

(Street)

CLINTON, NJ 08809

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

UNITY BANCORP INC /NJ/ [unty]

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

12/04/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

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 | 12/04/2012 | | A | 2,000 (1) A 6.09 (2) | 209,623 (3) | D | |
| Common Stock | | | | | 794,585 | I | Dallas Financial Holdings, LLC (4) |
| Common Stock | | | | | 22,155 | I | Robert H. Dallas, II 1999 Exempt Testamentary Trust |

| | | | | |
|-----------------|--|--------|---|---|
| Common Stock | | 38,413 | I | Trenton Liberty Ins. Co. <u>(4)</u> |
|-----------------|--|--------|---|---|

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

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| DALLAS ROBERT H II C/O UNITY BANCORP INC 64 OLD HIGHWAY 22 CLINTON, NJ 08809 | X | X | | |

Signatures

| | |
|--|------------|
| Robert H. Dallas, II, poa Linda B. McDermott | 12/04/2012 |
| **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) 2,000 Restricted Shares were granted as of 12/4/12 from the 2011 Stock Bonus Plan; vesting commences with 500 shares on 12/4/13; 500 shares on 12/4/14; 500 shares on 12/4/15; and 500 shares on 12/4/16.
- (2) Stock price at the close of business on 12/3/12.

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(3) 8,659 of total beneficially owned shares are Restricted Stock.

(4) Also reported as indirect ownership of Mr. Dallas' brother, David D. Dallas.

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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