

NASCA DAVID J
Form 4
April 17, 2019

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 *
NASCA DAVID J

2. Issuer Name and Ticker or Trading Symbol
EVANS BANCORP INC [EVBN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
04/15/2019

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

ONE GRIMSBY DRIVE

President and CEO

(Street)

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

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

HAMBURG, NY 14075

(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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 04/15/2019 | | A | (A) or (D) V Amount Price 2,750 \$ 0 (1) (2) | 59,847.1 (3) | D | |
| Common Stock | | | | | 210 | I | by son |
| Common Stock | | | | | 198 | I | by son |
| Common Stock | | | | | 144 | I | by daughter |

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

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(9-02)

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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| Option (right to buy) | \$ 36.12 | 04/15/2019 | | A | 3,224 | 04/15/2020 ⁽⁵⁾ 04/15/2029 | Common Stock | 3,224 |
| Option (right to buy) | \$ 36.12 | 04/15/2019 | | A | 3,376 | 04/15/2020 ⁽⁵⁾ 04/15/2029 | Common Stock | 3,376 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| NASCA DAVID J ONE GRIMSBY DRIVE HAMBURG, NY 14075 | | | President and CEO | |

Signatures

/s/Jessica L. Brosius, Attorney in Fact for David J. Nasca 04/17/2019

**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 Restricted Stock shall be vested according to the following schedule, 25% of the shares of Common Stock subject to the Restricted Stock Award will vest on each of the first four anniversaries of the date of the award.
- (2) The restricted stock awards were granted under an equity incentive compensation plan maintained by Evans Bancorp Inc., and therefore the reporting person paid no price for the restricted stock awards.

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- (3) This number includes 115.60 shares acquired under the Evans Bancorp, Inc. Dividend Reinvestment Plan on April 3, 2019.
- (4) The option was granted under an equity incentive compensation plan maintained by Evans Bancorp Inc, and therefore the reporting person paid no price for the option.
- (5) The option vests in four equal annual installments of 25% each, beginning on April 15, 2020.

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.