

DALLAS ROBERT H II
Form 4
December 26, 2018

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

2. Issuer Name and Ticker or Trading Symbol
UNITY BANCORP INC /NJ/
[UNTY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/21/2018

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

C/O UNITY BANCORP INC, 64
OLD HIGHWAY 22

(Street)

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

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

CLINTON, NJ 08809

(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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Restricted Stock					3,673 ⁽¹⁾	D	
Common Stock					14,983 ⁽²⁾	D	
Common Stock					1,708,445 ⁽³⁾	I	Dallas Financial Holdings, LLC

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)	8. Amount or Number of Shares
Stock Options	\$ 18.25	12/21/2018		A	3,000 (4)	12/21/2019 12/21/2028	Common Stock	3,000

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 Alan Bedner,
CFO/EVP 12/26/2018

__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) 3,190 shares are held in an account at Computershare, which have upcoming vesting dates. 483 shares are dividend reinvested shares for a total of 3,673.
- (2) 14,983 shares are held in Mr. Dallas' name in an account at Shareworks.
- (3) 173,135 shares are held in an account at Computershare; 1,535,310 shares are held in a brokerage account.
- (4) 3,000 stock options were granted on 12/21/18 at \$18.25 per share, which vest 1/3 per year; i.e., 1,000 on 12/21/19; 1,000 on 12/21/20; and 1,000 on 12/21/21.
- (5) A total of 8,667 stock options were granted under various dates and vesting periods of which none are currently exercisable.

Remarks:

Total Beneficial Ownership: 1,727,101

Mr. Dallas receives additional shares on a quarterly basis through his dividend reinvestment plan.

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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