

DALLAS ROBERT H II
Form 4
January 10, 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 *
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)
01/08/2019

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 Indirect Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------------------|
| | | | Code | V | Amount or Price | | |
| Restricted Stock | | | | | 2,849 ⁽¹⁾ | D | |
| Common Stock | 01/08/2019 | | M | | \$ 1,467 A 10.97 | 18,585 ⁽²⁾ | D |
| Common Stock | 01/08/2019 | | M | | 500 A \$ 15.7 | 18,585 ⁽²⁾ | D |
| Common Stock | | | | | | 1,709,074 ⁽³⁾ | I |

Dallas Financial Holdings, LLC

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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 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. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Stock Options | \$ 10.97 | 01/08/2019 | | M | 1,467 <u>(4)</u> | 01/05/2017 01/05/2026 | Common Stock | 1,467 |
| Stock Options | \$ 15.7 | 01/08/2019 | | M | 500 <u>(4)</u> | 01/03/2018 01/03/2027 | Common Stock | 500 |

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 Laurie Cook,
Controller/SVP

01/10/2019

**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) 2,353 restricted stock shares are currently held in an account at Computershare, which have upcoming vesting dates; 496 shares are dividend reinvested shares for a total of 2,849.
- (2) 18,585 shares are held in Mr. Dallas' name in an account at Shareworks.

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- (3) 173,764 shares are held in an account at Computershare; 1,535,310 shares are held in a brokerage account.
- (4) Mr. Dallas exercised 1,467 stock options at \$10.97 per share, and 500 stock options at \$15.70 per share.
- (5) A total of 6,700 stock options were granted under various dates and vesting periods of which 1,067 are currently exercisable.

Remarks:

Total Beneficial Ownership: 1,731,575

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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