## Edgar Filing: SUSSEX BANCORP - Form 4

Form 4	ANCORP											
February 27	7, 2015											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL			
	UNITED	SIAIES		shington					IUN	OMB Numbe	er:	3235-0287
Check the check							Expire	s:	January 31, 2005			
subject Section Form 4 Form 5		SECUI	RITIES		WNERSHIP		Estimated average burden hours per response		verage			
obligatio may cor <i>See</i> Inst 1(b).	ons Section 17(	a) of the l	Public U		lding Co	mpar	ny Act	nge Act of 193 t of 1935 or Se 1940				
(Print or Type	Responses)											
1. Name and Address of Reporting Person <u>*</u> McNerney Robert			2. Issuer Name <b>and</b> Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer				on(s) to
		SUSSEX BANCORP [SBBX]					(Check all applicable)					
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)					_X_ Director 10% Owner				
C/O SUSSEX BANK, 399 ROUTE 23			02/25/2015					Officer (give titleOther (specify below) below)				
				endment, D onth/Day/Yea	<ul><li>6. Individual or Joint/Group Filing(Check</li><li>Applicable Line)</li><li>_X_ Form filed by One Reporting Person</li></ul>							
FRANKLI	N, NJ 07416							Form filed Person	l by Mo	ore than C	One Rep	orting
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	e Secu	rities A	Acquired, Dispos	ed of,	or Bene		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactic Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) o of (D	)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form Direc	ct (D) direct		-
Common Stock	02/25/2015			A	95.7 ( <u>1</u> )	A	\$ 0	2,566.39	Ι		Defe Com	rred pensation ement
Common Stock								6,081.28	D			

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)	4. Transacti Code (Instr. 8)	5. orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
i o	Director	10% Owner	Officer	Other					
McNerney Robert C/O SUSSEX BANK 399 ROUTE 23 FRANKLIN, NJ 07416	Х								
Signatures									
Linda Kuipers, Attorney-in-Fact	02/27/2015								
<u>**</u> Signature of Reporting Person		Date							
Evaluation of Responses:									

## **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).

These shares represent phantom stock units issued pursuant to the Company's Amended and Restated Directors Deferred Compensation(1) Agreement due to the deferral of director's fees earned by the reporting person. Each share of phantom stock is payable in one share of common sstock upon the reporting person's termination of services as a director.

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.