

Taylor Edmund Frederick
Form 4/A
February 21, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Taylor Edmund Frederick

2. Issuer Name **and** Ticker or Trading
Symbol

Walker & Dunlop, Inc. [WD]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

96 CLIFFIELD ROAD,

(Street)

BEDFORD, NY 10506

(City) (State) (Zip)

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

08/16/2011

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

08/16/2011

☒ 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)
Common Stock	08/16/2011		A ⁽¹⁾	1,215 ⁽²⁾	A \$ 0 5,517 ⁽¹⁾	I ⁽¹⁾ ⁽³⁾ ⁽⁵⁾	See footnotes ⁽¹⁾ ⁽³⁾ ⁽⁵⁾
Common Stock					5,289,937 ⁽³⁾	I ⁽³⁾ ⁽⁴⁾	See footnotes ⁽³⁾ ⁽⁴⁾

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

**Persons who respond to the collection of
information contained in this form are not
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SEC 1474
(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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title or Number of Shares

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Taylor Edmund Frederick
96 CLIFFIELD ROAD
BEDFORD, NY 10506

X

CREDIT SUISSE AG/
SEE FOOTNOTE (1) IN EXHIBIT 99.1
11 MADISON AVENUE
NEW YORK, NY 10010

X

/s/ Edmund F. Taylor

02/21/2012

****Signature of Reporting Person**

Date _____

/s/ Louise Guarneri, Managing Director on behalf of Credit Suisse AG

02/21/2012

 **Signature of Reporting Person

Date _____

Explanation of Responses:

- | | |
|-----|--|
| * | If the form is filed by more than one reporting person, <i>see</i> Instruction 4(b)(v). |
| ** | Intentional misstatements or omissions of facts constitute Federal Criminal Violations. <i>See</i> 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Represents shares of restricted common stock granted by the Issuer pursuant to the terms of its 2010 Equity Incentive Plan to Edmund F. Taylor for serving as a director of the Issuer. Mr. Taylor is a managing director of Credit Suisse Securities (USA) LLC, and pursuant to an arrangement, any director compensation received by him while so employed is paid over to or held for the benefit of Credit Suisse Securities (USA) LLC, or an affiliate thereof. Upon vesting, the shares are to be transferred to Credit Suisse Securities (USA) LLC, or an affiliate thereof, for no additional consideration. |
| (1) | Shares vest on August 16, 2012. |
| (3) | See note (1) on Exhibit 99.1. |

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- (4) See note (2) on Exhibit 99.1.
- (5) See note (3) on Exhibit 99.1.

Remarks:

Exhibit 99.1 and Joint Filing Information incorporated herein by reference. This amendment restates the original Form 4 and l

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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