

FULTON FINANCIAL CORP

Form 4

November 14, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
DePorter Michael J

2. Issuer Name and Ticker or Trading Symbol
FULTON FINANCIAL CORP
[FULT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
06/21/2016

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

Principal Accounting Officer

C/O FULTON FINANCIAL CORPORATION, P.O. BOX 4887, ONE PENN SQUARE

(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

LANCASTER, PA 17604

(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 (D) Price | | | | |
| \$2.50 par value common stock | 06/21/2016 | | J | V | 143.1459 (1) | A | \$ 12.0913 | 3,971.4134 (2) (3) | D |
| \$2.50 par value common stock | 09/27/2016 | | J | V | 165.4058 (1) | A | \$ 12.2081 | 4,136.8192 (4) | D |
| \$2.50 par value | 11/09/2016 | | M | | 6,300 | A | \$ 14.415 | 10,436.8192 (4) | D |

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| | | | | | | | | | |
|--|------------|--|---|--------|---|-----------------------------|---------------------------|---|-------------------------|
| common stock | | | | | | | | | |
| \$2.50 par value common stock | 11/09/2016 | | M | 5,148 | A | \$ 11.58 | <u>15,584.8192</u> (4) | D | |
| \$2.50 par value common stock | 11/09/2016 | | S | 11,448 | D | \$ <u>15.3196</u> (5) | <u>4,136.8192</u> (4) | D | |
| \$2.50 par value common stock | 11/09/2016 | | S | 2,500 | D | \$ <u>15.2597</u> (6) | <u>1,636.8192</u> (4) | D | |
| \$2.50 par value common stock | | | | | | | 6,099.0527 | I | By 401(k) <u>(7)</u> |

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

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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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 14.415 | 11/09/2016 | | M | 6,300 | 07/01/2010 06/30/2017 | Common Stock | 6,300 |
| Stock Option (Right to Buy) | \$ 11.58 | 11/09/2016 | | M | 5,148 | <u>(8)</u> 03/31/2023 | Common Stock | 5,148 |

Buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| DePorter Michael J C/O FULTON FINANCIAL CORPORATION P.O. BOX 4887, ONE PENN SQUARE LANCASTER, PA 17604 | | | Principal Accounting Officer | |

Signatures

Mark A. Crowe, Attorney-in-fact for Michael J.
DePorter

11/14/2016

__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) Purchase made with cash in the Employee Stock Purchase Plan.
- (2) Includes 16.5488 shares acquired on April 19, 2016 and 18.163 shares acquired on July 19, 2016 under the Fulton Financial Corporation Dividend Reinvestment Plan.
- (3) Includes 1,390.4457 shares held jointly with spouse.
- (4) Includes 1,555.8515 shares held jointly with spouse.
- (5) Represents the weighted average price of shares sold in multiple transactions through a broker-dealer at prices ranging from \$15.30 to \$15.35, inclusive. The reporting person undertakes to provide the Securities and Exchange Commission, the issuer, or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.
- (6) Represents the weighted average price of shares sold in multiple transactions through a broker-dealer at prices ranging from \$15.25 to \$15.275, inclusive. The reporting person undertakes to provide the Securities and Exchange Commission, the issuer, or a security holder of the issuer, upon request, full information regarding the number of shares sold at each separate price.
- (7) Based on Plan Statement dated October 31, 2016.
- (8) The shares became exercisable as follows: 1,716 share(s) on April 1, 2014, 1,716 share(s) on April 1, 2015, and 1,716 share(s) on April 1, 2016

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.