### ADAMS EXPRESS CO

Form 5 January 22, 2013

# FORM 5

#### **OMB APPROVAL**

**OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 January 31, Expires:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

#### ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

2005 Estimated average burden hours per response... 1.0

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

Transactions Reported

| 1. Name and Address of Reporting Person ** GALE ROGER W |          |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer |        |  |  |  |
|---|----------|---|--|--|--------|--|--|--|
| (Last) (First) (Mic                                     | (Middle) | ADAMS EXPRESS CO [ADX]  3. Statement for Issuer's Fiscal Year Ended | (Check all applicable)                             |  |        |  |  |  |
|   |          |   | (Month/Day/Year)<br>12/31/2012                     | X Director<br>Officer (give title                |        |  |  |  |
| THE ADAM<br>COMPANY<br>STREET                           |          |   |  | below)   | below) |  |  |  |

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

#### BALTIMORE, MDÂ 21202

(State)

(Zip)

(City)

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting

| (City)                               | (State)                                 | (Zip) Tab   | le I - Non-Dei                          | rivative Secu   | ırities          | Acquir      | ed, Disposed of,   | or Beneficiall                | y Owned                                    |
|--------------------------------------|---|---|---|---|------------------|-------------|--|-------------------------------|--|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |                  |             | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end | 6. Ownership Form: Direct (D) | 7. Nature of Indirect Beneficial Ownership |
|                                      |   |   |   | Amount  | (A)<br>or<br>(D) | Price       | of Issuer's<br>Fiscal Year<br>(Instr. 3 and 4)             | or Indirect (I) (Instr. 4)    | (Instr. 4)                                 |
| Common<br>Stock                      | 12/31/2012                              | Â   | J                                       | 498.025<br>(1)  | A                | \$ 0<br>(2) | 10,895.295   | D                             | Â  |

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

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SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of | 2.          | 3. Transaction Date | 3A. Deemed         | 4.          | 5.         | 6. Date Exerc | cisable and | 7. Title | e and    | 8. Price of |  |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------|-------------|----------|----------|-------------|--|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transaction | Number     | Expiration D  | ate         | Amou     | nt of    | Derivative  |  |
| Security    | or Exercise |                     | any                | Code        | of         | (Month/Day/   | Year)       | Under    | lying    | Security    |  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)  | Derivative | e             |             | Securi   | ties     | (Instr. 5)  |  |
|             | Derivative  |                     |                    |             | Securities |               |             | (Instr.  | 3 and 4) |             |  |
|             | Security    |                     |                    |             | Acquired   |               |             |          |          |             |  |
|             |             |                     |                    |             | (A) or     |               |             |          |          |             |  |
|             |             |                     |                    |             | Disposed   |               |             |          |          |             |  |
|             |             |                     |                    |             | of (D)     |               |             |          |          |             |  |
|             |             |                     |                    |             | (Instr. 3, |               |             |          |          |             |  |
|             |             |                     |                    |             | 4, and 5)  |               |             |          |          |             |  |
|             |             |                     |                    |             |            |               |             |          | Amount   |             |  |
|             |             |                     |                    |             |            |               |             |          | or       |             |  |
|             |             |                     |                    |             |            | Date          | Expiration  |          | Number   |             |  |
|             |             |                     |                    |             |            | Exercisable   | Date        |          | of       |             |  |
|             |             |                     |                    |             | (A) (D)    |               |             |          | Shares   |             |  |
|             |             |                     |                    |             | (4) (1)    |               |             |          | SHales   |             |  |

of D

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# **Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |         |       |  |  |  |
|---|---------------|-----------|---------|-------|--|--|--|
|   | Director      | 10% Owner | Officer | Other |  |  |  |
| GALE ROGER W<br>THE ADAMS EXPRESS COMPANY<br>7 ST. PAUL STREET<br>BALTIMORE, MD 21202 | ÂX            | Â         | Â       | Â     |  |  |  |

### **Signatures**

Roger W. Gale 01/22/2013

\*\*Signature of Date
Reporting Person

## **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).
- Of these shares, 454.025 shares were acquired in exempt transactions as a result of dividend reinvestment. An additional 44 shares

  (1) accrued as dividend equivalents on 750 restricted stock units which vested on March 22, 2012. The Issuer's stock traded in a range of \$9.75 11.57 during 2012.
- (2) The Issuer's stock traded in a range of \$9.75 \$11.57 during 2012.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

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