

ADAMS DIVERSIFIED EQUITY FUND, INC.

Form 5

February 04, 2016

**FORM 5****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).Form 3 Holdings  
Reported  
Form 4  
Transactions  
Reported**ANNUAL 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: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
HOOPER LAWRENCE L JR

(Last) (First) (Middle)

500 EAST PRATT STREET, SUITE  
1300

(Street)

2. Issuer Name and Ticker or Trading  
Symbol  
ADAMS DIVERSIFIED EQUITY  
FUND, INC. [ADX]3. Statement of Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/20154. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
V.P., Gen. Counsel, & Sec'y.

6. Individual or Joint/Group Reporting

(check applicable line)

BALTIMORE, MD 21202

☒ Form Filed by One Reporting Person  
☐ Form Filed by More than One Reporting  
Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 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)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned at end<br>of Issuer's<br>Fiscal Year<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 12/31/2015                              | Â                                                           | J                                       | 367.182 <sup>(1)</sup>                                                  | A \$ 0                                                                                                       | 12,116.449 <sup>(2)</sup>                                               | D Â                                                               |
| Common<br>Stock                       | 12/31/2015                              | Â                                                           | J                                       | 1,971.7008 <sup>(3)</sup>                                               | A \$ 0                                                                                                       | 28,574.423 <sup>(4)</sup>                                               | I By<br>Issuer's<br>Thrift<br>Plan<br>Trust                       |

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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)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. of<br>D<br>S<br>B<br>O<br>E<br>I<br>F<br>(I |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             |                                      | (A) (D)                                                                                                            | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares         |

## Reporting Owners

| Reporting Owner Name / Address                                                   | Relationships |           |                                      |       |
|----------------------------------------------------------------------------------|---------------|-----------|--------------------------------------|-------|
|                                                                                  | Director      | 10% Owner | Officer                              | Other |
| HOOPER LAWRENCE L JR<br>500 EAST PRATT STREET, SUITE 1300<br>BALTIMORE, MD 21202 | Â             | Â         | Â V.P., Gen.<br>Counsel, &<br>Sec'y. | Â     |

## Signatures

Gail L. Valenti as Attorney-in-Fact for Lawrence L.  
Hooper, Jr.

02/04/2016

\_\_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) These shares were acquired in exempt transactions as a result of dividend reinvestment. The Issuer's stock traded in a range of \$12.39 - \$14.35 during 2015.

(2) The undersigned has included in prior filings 279.6610 shares held in custodial accounts with his two children. Of these shares, 137.6270 are now held solely by one of the undersigned's children and are no longer included in this number

(3) These shares are held by the Issuer's Thrift Plan Trust and represent the undersigned's proportionate beneficial interest in the shares that were acquired by the Trust in 2015 in exempt transactions as a result of periodic contributions made during 2015 and shares acquired by the Trustee through dividend reinvestment in 2015. The Issuer's stock traded in a range of \$12.39 - \$14.35 during that time.

(4) The number of shares reported as held by the Issuer's Thrift Plan Trust represents the undersigned's proportionate beneficial interest in such stock held in the Trust. Such number is based on information as of 12/31/2015. This number includes the shares acquired in exempt transactions through periodic contributions made during 2015, shares acquired by the Trustee through dividend reinvestment, changes in the number of shares previously reported due to fluctuations in the market price and interests in the Trust during 2015. The Issuer's stock traded in a range of \$12.39 - \$14.35 during 2015.

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