

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 *
Prue Nancy J F

(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 for 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)
E.V.P. & Dir. Shareholder Com.

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 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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------------|---|---|---|---|--|---|---|
| Common Stock | 12/31/2015 | Â | J | Amount 189.063 (1) | A \$ 0 6,692.8 | D | Â |
| Common Stock | 12/31/2015 | Â | J | 1,237.457 (2) | A \$ 0 17,641.6811 (3) | I | By Issuer's & Adams Natural Resources Fund's Thrift Plan Trusts |

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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 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. of D S B O E I F (I |
|---|--|---|---|--------------------------------------|--|--|---|---|--|
| | | | | | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Prue Nancy J F 500 EAST PRATT STREET, SUITE 1300 BALTIMORE, MD 21202 | Â | Â | Â E.V.P. & Dir. Shareholder Com. | Â |

Signatures

Gail L. Valenti as Attorney-in-Fact for Nancy J. F. Prue
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) Of these shares, 390.9410 are held by the Issuer's Thrift Plan Trust and 846.5160 are held by Adams Natural Resources Fund, Inc.'s Thrift Plan Trust and represent the under 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 2015.
- (3) The number of shares reported as held by the Issuer's and by Adams Natural Resources Fund'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.
- (3) 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.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

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