

FULTON FINANCIAL CORP
 Form 4
 November 14, 2016

FORM 4

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

OMB APPROVAL

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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 *
 Wenger E Philip

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

3. Date of Earliest Transaction (Month/Day/Year)
 11/09/2016

____ Director _____ 10% Owner
 ____ Officer (give title below) ____ Other (specify below)
 President & CEO

LANCASTER, PA 17604
 (City) (State) (Zip)

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

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 (A) or (D) Price		
\$2.50 par value common stock	11/09/2016		M		10,296 A \$ 9.965	150,735.9771 (1) (2)	D
\$2.50 par value common stock	11/09/2016		S		5,444 D \$ 15.5133 (3)	145,291.9771 (1) (2)	D
\$2.50 par value	11/09/2016		S		3,432 D \$ 15.535 (4)	141,859.9771 (1) (2)	D

common stock							
\$2.50 par value common stock					76,155.5919 <u>(5)</u>	I	By 401(k)
\$2.50 par value common stock					2,967.4185 <u>(5)</u>	I	By 401(k) spouse
\$2.50 par value common stock					333.2655 <u>(6)</u> <u>(7)</u>	I	By Custodial accounts for children

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

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(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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Stock Option (Right to Buy)	\$ 9.965	11/09/2016		M	10,296	<u>(8)</u> 06/30/2018	Common Stock	10,296

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wenger E Philip C/O FULTON FINANCIAL CORPORATION,			President & CEO	

P.O. BOX 4887, ONE PENN SQUARE
LANCASTER, PA 17604

Signatures

Mark A. Crowe,
Attorney-in-Fact

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) Includes 718.5245 shares acquired on July 19, 2016 and 713.1294 shares acquired on October 17, 2016 under the Fulton Financial Corporation Dividend Reinvestment Plan.
- (2) Includes 37,624.5261 shares held jointly with spouse.
Represents the weighted average price of shares sold in multiple transactions through a broker-dealer at prices ranging from \$15.50 to \$15.575, 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.
- (3) Represents the weighted average price of shares sold in multiple transactions through a broker-dealer at prices ranging from \$15.50 to \$15.55, 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.
- (4) Based on Plan Statement dated October 31, 2016.
- (5) Includes 1.6832 shares acquired on July 19, 2016 and 1.6672 shares acquired on October 17, 2016 under the Fulton Financial Corporation Dividend Reinvestment Plan.
- (6) Shares exclude previously reported shares transferred to adult child from custodial account.
- (7) The shares became exercisable as follows: 3,432 share(s) on July 1, 2009, 3,432 share(s) on July 1, 2010 and 3,432 share(s) on July 1, 2011.
- (8)

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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