

ADAMS DIVERSIFIED EQUITY FUND, INC.

Form 5

February 03, 2017

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check 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,Â STE
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)
12/31/20164. 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,Â MDÂ 21202

(City) (State) (Zip)

☒ 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 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	12/31/2016	Â	J	Amount 687.102 (1)	(A) or (D) Price A \$ 0 12,089.551 (2)	D	Â
Common Stock	12/31/2016	Â	J	2,250.317 (3)	A \$ 0 30,824.749 (4)	I	By Issuer's Thrift Plan 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 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
HOOPER LAWRENCE L JR 500 EAST PRATT STREET STE 1300 BALTIMORE, MD 21202	Â	Â	Â V.P., Gen. Counsel, & Sec'y.	Â

Signatures

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

02/03/2017

__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 \$10.96 - \$13.35 during 2016.
- (2) Of these shares, 164,4970 shares are held in a custodial account with the undersigned's child. The undersigned disclaims beneficial ownership of these shares.

These shares are held by the Issuer's Thrift Plan Trust and represent the undersigned's proportionate beneficial interest in the shares that
- (3) were acquired by the Trust in 2016 in exempt transactions as a result of periodic contributions made during 2016 and shares acquired by the Trustee through dividend reinvestment in 2016. The Issuer's stock traded in a range of \$10.96 - \$13.35 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 12/31/2016. This number includes the shares acquired in exempt transactions through periodic contributions made during 2016, shares acquired by the Trustee through dividend reinvestment, and changes in the number of shares previously reported due to fluctuations in the market price and interests in the Trust during 2016. The Issuer's

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stock traded in a range of \$10.96 - \$13.35 during 2016.

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.