

NASCA DAVID J
Form 4
April 17, 2019

FORM 4

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

OMB APPROVAL

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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 *
NASCA DAVID J

(Last) (First) (Middle)
ONE GRIMSBY DRIVE
(Street)

HAMBURG, NY 14075

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EVANS BANCORP INC [EVBN]

3. Date of Earliest Transaction
(Month/Day/Year)
04/15/2019

4. 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)
President and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Beneficial Ownership (Instr. 4)
Common Stock	04/15/2019		A	(A) or (D) A	2,750 (1) \$ 0 (2)	59,847.1 (3)	D
Common Stock					210	I	by son
Common Stock					198	I	by son
Common Stock					144	I	by daughter

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)	Amount or Number of Shares
Option (right to buy)	\$ 36.12	04/15/2019		A	3,224	04/15/2020 ⁽⁵⁾ 04/15/2029	Common Stock	3,224
Option (right to buy)	\$ 36.12	04/15/2019		A	3,376	04/15/2020 ⁽⁵⁾ 04/15/2029	Common Stock	3,376

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NASCA DAVID J ONE GRIMSBY DRIVE HAMBURG, NY 14075			President and CEO	

Signatures

/s/Jessica L. Brosius, Attorney in Fact for David J.
Nasca

04/17/2019

**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) The Restricted Stock shall be vested according to the following schedule, 25% of the shares of Common Stock subject to the Restricted Stock Award will vest on each of the first four anniversaries of the date of the award.
- (2) The restricted stock awards were granted under an equity incentive compensation plan maintained by Evans Bancorp Inc., and therefore the reporting person paid no price for the restricted stock awards.

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- (3) This number includes 115.60 shares acquired under the Evans Bancorp, Inc. Dividend Reinvestment Plan on April 3, 2019.
- (4) The option was granted under an equity incentive compensation plan maintained by Evans Bancorp Inc, and therefore the reporting person paid no price for the option.
- (5) The option vests in four equal annual installments of 25% each, beginning on April 15, 2020.

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