

MAHON KENNETH J
Form 4
May 04, 2010

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 *
MAHON KENNETH J

2. Issuer Name and Ticker or Trading Symbol
DIME COMMUNITY
BANCSHARES INC [DCOM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
209 HAVEMEYER STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/30/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
FIRST EXECUTIVE VICE PRESIDENT

BROOKLYN, NY 11211

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

(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 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) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------|---|-------------------------|
| | | | Code | V | Amount | (D) | Price | | | |
| Common Stock | 04/30/2010 | 04/30/2010 | J | | 1,957 | D | \$ 12.75 | 3,913 | I | Restricted Stock Awards |
| Common Stock | 04/30/2010 | 04/30/2010 | J | | 1,957 | A | \$ 12.75 | 130,301 | D | |
| Restricted Stock Award | 04/30/2010 | 04/30/2010 | J ⁽¹⁾ | | 4,067 | D | \$ 12.75 | 12,201 | I | Restricted Stock Award |
| Common Stock | 04/30/2010 | 04/30/2010 | J ⁽¹⁾ | | 4,067 | A | \$ 12.75 | 134,368 | D | |
| | 04/30/2010 ⁽³⁾ | | A | | 10,641 | A | \$ 0 | 10,641 | D | |

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Restricted
Stock
Award

| | | | | | | | | | | |
|--------------|------------|------------|---|---|-------|---|-------|---------|---|-------------|
| Common Stock | 12/31/2009 | 12/31/2009 | L | V | 6,242 | A | \$ 10 | 104,613 | I | 401(k) Plan |
| Common Stock | 12/31/2009 | 12/31/2009 | J | V | 2,983 | A | \$ 12 | 55,966 | I | Esop |
| Common Stock | | | | | | | | 117,026 | I | Bmp |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Options (Right to Buy) | \$ 12.75 | 04/30/2010 ⁽²⁾ | | A | 12,176 | 05/01/2011 | 04/30/2020 | Common Stock | 12,176 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MAHON KENNETH J 209 HAVEMEYER STREET BROOKLYN, NY 11211 | X | | FIRST EXECUTIVE VICE PRESIDENT | |

Signatures

/s/ KENNETH J.
MAHON

05/04/2010

**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) Vesting of award.
- (2) Options vest in equal annual installments on or about May 1, 2011, 2012, 2013 and 2014.
- (3) Awards vest in equal annual installments on or about May 1, 2011, 2012, 2013 and 2014.

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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