

Sajdak Guida R
Form 4
January 27, 2012

FORM 4

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).

**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: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Sajdak Guida R

2. Issuer Name **and** Ticker or Trading
Symbol
CHICOPEE BANCORP, INC.
[CBNK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
70 CENTER STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
01/25/2012

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)
SVP and CFO

CHICOPEE, MA 01013

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 (A) or (D) Price			
Common Stock					1,100	D	
Common Stock					1,515	I	By 401(k)
Common Stock					2,598	I	By ESOP
Common Stock					200	I	By Son

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

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SEC 1474
(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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares of Underlying Security
				Code	V	(A)	(D)	
Stock Options (right to buy)	\$ 14.21	01/25/2012		A	6,000	01/25/2013 ⁽¹⁾	01/25/2022	Common Stock
Stock Options (right-to-buy)	\$ 14.29					07/26/2008 ⁽²⁾	07/26/2017	Common Stock
Stock Options (right-to-buy)	\$ 12.41					12/10/2010 ⁽³⁾	12/10/2020	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Sajdak Guida R 70 CENTER STREET CHICOPEE, MA 01013			SVP and CFO	

Signatures

/s/ Lawrence M.F. Spaccasi, Pursuant to Power of
Attorney

01/27/2012

**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) Stock Options granted pursuant to the Chicopee Bancorp, Inc. 2007 Equity Incentive Plan vest in five annual installments commencing on January 25, 2013.
- (2) Stock Options granted pursuant to the Chicopee Bankcorp, Inc. 2007 Equity Incentive Plan vest in five annual installments commencing on July 26, 2008.

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- (3) Stock Options granted pursuant to the Chicopee Bankcorp, Inc. 2007 Equity Incentive Plan vest in five annual installments commencing on December 20, 2010.

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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