

SMITH CRAIG R
Form 4/A
June 01, 2018

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 *
SMITH CRAIG R

2. Issuer Name and Ticker or Trading Symbol
ADAMS DIVERSIFIED EQUITY FUND, INC. [ADX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
500 EAST PRATT STREET, SUITE 1300

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2018

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)
BALTIMORE, MD 21202

4. If Amendment, Date Original Filed(Month/Day/Year)
05/31/2018

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 03/01/2018 | | J | V Amount 44.594 (1) | A \$ 0 | 20,364.833 | D |
| Common Stock | 05/30/2018 | | S | 6,666 | D | 22,802 (4) | I |

By Craig Robert Smith MD REV Trust DTD 03/08/11 (3)

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| | | | | | | | |
|--------------|----|------------|--|--|--|---|---|
| Common Stock | \$ | 15.151 | | | | | By Craig Robert Smith MD REV Trust DTD 03/08/11 |
| | | <u>(2)</u> | | | | | <u>(3)</u> |
| Common Stock | | 6,666.833 | | | | D | |

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 of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | Code | V (A) (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SMITH CRAIG R 500 EAST PRATT STREET SUITE 1300 BALTIMORE, MD 21202 | X | | | |

Signatures

Gail L. Valenti as Attorney-in-Fact for Craig R. Smith 06/01/2018

**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 \$14.30 - \$16.11 during the first quarter of 2018.

The reported price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.14 - \$15.19. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

- (3) Shares held of record by Craig Robert Smith, MD, Trustee of the Craig Robert Smith MD REV Trust DTD 3/8/11.

Includes shares formerly held directly at the transfer agent that were transferred to the Craig Robert Smith MD REV Trust DTD 3/8/11 (revocable Trust) on May 15, 2018. Effective with the sale that occurred on May 30, 2018 and that was reported on May 31, 2018, Dr. Smith beneficially owns 22,802 total shares indirectly in the revocable Trust, 6,666 shares directly in a tax-deferred individual retirement account (IRA), and a 0.833 fractional share interest at the transfer agent, for a total of 29,468.833 shares.

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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