SUSSEX BANCORP

Form 4 January 25, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

may continue.
See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BRANCA RICHARD (Last) (First) (Middle)			2. Issuer Name and Ticker or Trading Symbol SUSSEX BANCORP [SBBX]					5. Relationship of Reporting Person(s) to Issuer					
								(Check all applicable)					
			3. Date of Earliest Transaction (Manth/Day/Year)					X Director	•	10% Owner			
C/O SUSSEX BANCORP, 399 ROUTE 23			(Month/Day/Year) 01/23/2013						give title below	_ Other (specify			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
			Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person					
FRANKLIN, NJ 07416									Form filed by More than One Reporting Person				
(City)	(State)	(Zip)	Ta	ble I - Non	-Derivativ	e Secu	ırities A	cquired, Dispose	ed of, or Bene	ficially Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution any (Month/Da	Date, if	3. Transacti Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed	of (D)	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)			
				coue v	7 Infount	(D)	11100			by Director			
Common Stock	01/23/2013			P	350.43 (1)	A	\$ 5.85	4,201.24	I	Deferred Compensation Agreement			
Common Stock								17,244	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)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BRANCA RICHARD							
C/O SUSSEX BANCORP	X						
399 ROUTE 23	Λ						
FRANKLIN, NJ 07416							

Signatures

Linda Kuipers, 01/25/2013 Attorney-in-Fact

**Signature of Reporting Person

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).

These shares represent phantom stock units issued pursuant to the Company's Amended and Restated Directors Deferred Compensation (1) Agreement due to the deferral of director's fees earned by the reporting person. Each share of phantom stock is payable in one share of common stock upon the reporting person's termination of service as a director.

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.

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