

SUSSEX BANCORP  
Form 4  
December 23, 2016

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
BRANCA RICHARD

(Last) (First) (Middle)

C/O SUSSEX BANCORP, 399  
ROUTE 23

(Street)

FRANKLIN, NJ 07416

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SUSSEX BANCORP [SBBX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/23/2016

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)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/23/2016		A		61.03 (1)	A	\$ 0
Common Stock					11,656.62	I	
					52,315.77	D	

by Director  
Deferred  
Compensation  
Agreement

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.**

SEC 1474  
(9-02)



**Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With**

**5.  
Sole Voting Power**

-0-

**6.  
Shared Voting Power**

1,651,844

**7.  
Sole Dispositive Power**

-0-

**8.  
Shared Dispositive Power**

1,651,844

**9.  
Aggregate Amount Beneficially Owned by Each Reporting Person**

1,651,844

**10.  
Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions) [  ]**

**11.  
Percent of Class Represented by Amount in Row (9)**

5.5%

**12.  
Type of Reporting Person (See Instructions)**

OO

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CUSIP No. 766559603

1. **Names of Reporting Persons**  
**I.R.S. Identification Nos. of above persons (entities only)**  
 D. E. Shaw & Co., L.L.C.  
 13-3799946

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**  
 (a)    
 (b)

3. **SEC Use Only**

4. **Citizenship or Place of Organization**  
 Delaware

Number of  
 Shares  
 Beneficially  
 Owned by  
 Each  
 Reporting  
 Person With

5. **Sole Voting Power**

-0-

6. **Shared Voting Power**  
 1,651,844

7. **Sole Dispositive Power**  
 -0-

8. **Shared Dispositive Power**  
 1,651,844

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**  
 1,651,844

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**  
 5.5%

12. **Type of Reporting Person (See Instructions)**  
 OO

CUSIP No. 766559603

1. **Names of Reporting Persons**  
**I.R.S. Identification Nos. of above persons (entities only)**  
 D. E. Shaw & Co., L.P.  
 13-3695715

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**  
 (a)    
 (b)

3. **SEC Use Only**

4. **Citizenship or Place of Organization**  
 Delaware

**Number of  
 Shares  
 Beneficially  
 Owned by  
 Each  
 Reporting  
 Person With**

5. **Sole Voting Power**

-0-

6. **Shared Voting Power**  
 1,682,844

7. **Sole Dispositive Power**  
 -0-

8. **Shared Dispositive Power**  
 1,682,844

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**  
 1,682,844

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**  
 5.6%

12. **Type of Reporting Person (See Instructions)**  
 IA, PN

CUSIP No. 766559603

1. **Names of Reporting Persons**  
**I.R.S. Identification Nos. of above persons (entities only)**  
 David E. Shaw

2. **Check the Appropriate Box if a Member of a Group (See Instructions)**  
 (a)    
 (b)

3. **SEC Use Only**

4. **Citizenship or Place of Organization**  
 United States

**Number of  
 Shares  
 Beneficially  
 Owned by  
 Each  
 Reporting  
 Person With**

5. **Sole Voting Power**

-0-

6. **Shared Voting Power**  
 1,682,844

7. **Sole Dispositive Power**  
 -0-

8. **Shared Dispositive Power**  
 1,682,844

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**  
 1,682,844

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)**

11. **Percent of Class Represented by Amount in Row (9)**  
 5.6%

12. **Type of Reporting Person (See Instructions)**  
 IN

**Item 1.**

	<b>(a)</b>	<b>Name of Issuer</b>
Rigel Pharmaceuticals, Inc.		
	<b>(b)</b>	<b>Address of Issuer's Principal Executive Offices</b>
1180 Veterans Blvd. South San Francisco, CA 94080		

**Item 2.**

	<b>(a)</b>	<b>Name of Person Filing</b>
D. E. Shaw Composite Portfolios, L.L.C. D. E. Shaw & Co., L.L.C. D. E. Shaw & Co., L.P. David E. Shaw		

	<b>(b)</b>	<b>Address of Principal Business Office or, if none, Residence</b>
The business address for each reporting person is: 120 W. 45 <sup>th</sup> Street, Tower 45, 39 <sup>th</sup> Floor New York, NY 10036		

	<b>(c)</b>	<b>Citizenship</b>
D. E. Shaw Composite Portfolios, L.L.C. is a limited liability company organized under the laws of the state of Delaware. D. E. Shaw & Co., L.L.C. is a limited liability company organized under the laws of the state of Delaware. D. E. Shaw & Co., L.P. is a limited partnership organized under the laws of the state of Delaware. David E. Shaw is a citizen of the United States of America.		

	<b>(d)</b>	<b>Title of Class of Securities</b>
Common Stock, \$0.001 par value		

	<b>(e)</b>	<b>CUSIP Number</b>
766559603		

**Item 3. If this statement is filed pursuant to Rule 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:**

Not applicable

**Item 4. Ownership.**

As of July 31, 2007:

(a) Amount beneficially owned:

D. E. Shaw Composite Portfolios, L.L.C.:	1,651,844 shares
D. E. Shaw & Co., L.L.C.:	1,651,844 shares This is composed of 1,651,844 shares in the name of D. E. Shaw Composite Portfolios, L.L.C.

Explanation of Responses:

D. E. Shaw & Co., L.P.:

1,682,844 shares

This is composed of (i) 1,651,844 shares in the name of D. E. Shaw Composite Portfolios, L.L.C., (ii) 30,000 shares in the name of D. E. Shaw Valence Portfolios, L.L.C., and (iii) 1,000 shares that D. E. Shaw Valence Portfolios, L.L.C. has the right to acquire through the exercise of listed call options.

David E. Shaw:

1,682,844 shares

This is composed of (i) 1,651,844 shares in the name of D. E. Shaw Composite Portfolios, L.L.C., (ii) 30,000 shares in the name of D. E. Shaw Valence Portfolios, L.L.C., and (iii) 1,000 shares that D. E. Shaw Valence Portfolios, L.L.C. has the right to acquire through the exercise of listed call options.

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## (b) Percent of class:

D. E. Shaw Composite Portfolios, L.L.C.:	5.5%
D. E. Shaw & Co., L.L.C.:	5.5%
D. E. Shaw & Co., L.P.:	5.6%
David E. Shaw:	5.6%

## (c) Number of shares to which the person has:

(i)

Sole power to vote or to direct the vote:

D. E. Shaw Composite Portfolios, L.L.C.:	-0- shares
D. E. Shaw & Co., L.L.C.:	-0- shares
D. E. Shaw & Co., L.P.:	-0- shares
David E. Shaw:	-0- shares

(ii)

Shared power to vote or to direct the vote:

D. E. Shaw Composite Portfolios, L.L.C.:	1,651,844 shares
D. E. Shaw & Co., L.L.C.:	1,651,844 shares
D. E. Shaw & Co., L.P.:	1,682,844 shares
David E. Shaw:	1,682,844 shares

(iii)

Sole power to dispose or to direct the disposition of:

D. E. Shaw Composite Portfolios, L.L.C.:	-0- shares
D. E. Shaw & Co., L.L.C.:	-0- shares
D. E. Shaw & Co., L.P.:	-0- shares
David E. Shaw:	-0- shares

(iv)

Shared power to dispose or to direct the disposition of:

D. E. Shaw Composite Portfolios, L.L.C.:	1,651,844 shares
D. E. Shaw & Co., L.L.C.:	1,651,844 shares
D. E. Shaw & Co., L.P.:	1,682,844 shares
David E. Shaw:	1,682,844 shares

David E. Shaw does not own any shares directly. By virtue of David E. Shaw's position as President and sole shareholder of D. E. Shaw & Co., Inc., which is the general partner of D. E. Shaw & Co., L.P., which in turn is the investment adviser of D. E. Shaw Composite Portfolios, L.L.C., and the managing member and investment adviser of D. E. Shaw Valence Portfolios, L.L.C., and by virtue of David E. Shaw's position as President and sole shareholder of D. E. Shaw & Co. II, Inc., which is the managing member of D. E. Shaw & Co., L.L.C., which in turn is the managing member of D. E. Shaw Composite Portfolios, L.L.C., David E. Shaw may be deemed to have the shared power to vote or direct the vote of, and the shared power to dispose or direct the disposition of, the 1,682,844 shares as described above constituting 5.6% of the outstanding shares and, therefore, David E. Shaw may be deemed to be the beneficial owner of such shares. David E. Shaw disclaims beneficial ownership of such 1,682,844 shares.

**Item 5.****Ownership of Five Percent or Less of a Class**

Not Applicable

**Item 6.****Ownership of More than Five Percent on Behalf of Another Person.**

Not Applicable

**Item 7.****Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent**

Explanation of Responses:

**Holding Company or Control Person.**

Not Applicable

**Item 8.**

**Identification and Classification of Members of the Group**

Not Applicable

**Item 9.**

**Notice of Dissolution of Group**

Not Applicable

**Item 10. Certification**

By signing below, each of D. E. Shaw Composite Portfolios, L.L.C., D. E. Shaw & Co., L.L.C., D. E. Shaw & Co., L.P., and David E. Shaw certify that, to the best of such reporting person's knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purposes or effect.

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**SIGNATURE**

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct. Powers of Attorney, dated February 24, 2004, granted by David E. Shaw in favor of Anne Dinning, are attached hereto.

Dated: August 3, 2007

D. E. Shaw Composite Portfolios,  
L.L.C.

By: D. E. Shaw & Co., L.L.C., as  
managing member

By: /s/ Anne Dinning  
Anne Dinning  
Managing Director

D. E. Shaw & Co., L.L.C.

By: /s/ Anne Dinning  
Anne Dinning  
Managing Director

D. E. Shaw & Co., L.P.

By: /s/ Anne Dinning  
Anne Dinning  
Managing Director

David E. Shaw

By: /s/ Anne Dinning  
Anne Dinning  
Attorney-in-Fact for David E.  
Shaw