

FULTON FINANCIAL CORP

Form 4

April 04, 2017

**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  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Wenger E Philip

(Last) (First) (Middle)

C/O FULTON FINANCIAL  
CORPORATION,, P.O. BOX 4887,  
ONE PENN SQUARE

(Street)

LANCASTER, PA 17604

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
FULTON FINANCIAL CORP  
[FULT]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/02/2017

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 \_\_\_\_ Other (specify  
below) below)  
President & CEO

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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		
\$2.50 par value common stock	04/02/2017		A		111,776.6986	A	\$ 0	256,073.252 <u>(1)</u> <u>(2)</u>	D
\$2.50 par value common stock	04/02/2017		F		48,463.6986	D	\$ 17.85	207,609.5534 <u>(1)</u>	D
\$2.50 par value								77,817.5969 <u>(3)</u>	I By 401(k)

common  
stock\$2.50 par  
value  
common  
stock2,986.0576 <sup>(3)</sup> IBy  
401(k)  
Spouse\$2.50 par  
value  
common  
stock334.79 <sup>(4)</sup> IBy  
Children

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Underlying Security
Performance Based Restricted Stock Units	(5)	04/02/2017		M	111,776.6986	(6)	(6)	\$2.50 par value Common Stock	1

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Wenger E Philip C/O FULTON FINANCIAL CORPORATION, P.O. BOX 4887, ONE PENN SQUARE LANCASTER, PA 17604			President & CEO	

## Signatures

Mark A. Crowe,  
Attorney-in-Fact 04/04/2017

\*\*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) Includes 144,296.52610 shares held jointly with spouse.

(2) Includes 584.555277 shares acquired on January 24, 2017 pursuant to dividend reinvestment.

(3) Based on Plan Statement as of March 31, 2017.

(4) Includes 1.2692 shares acquired on January 20, 2017 pursuant to dividend reinvestment.

(5) Each performance-based restricted stock unit represents a contingent right to receive one share of Fulton Financial Corporation's common stock.

(6) This reflects the earning and vesting of certain performance-based restricted stock units, including accrued dividends, on April 2, 2017 when the HR Committee certified as to the achievement of the performance goals. These performance-based restricted stock units were originally granted on April 1, 2014, and were earned and vested based upon the achievement of return on assets, relative total shareholder return and net income goals during the performance periods specified at the time of grant.

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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