

ACCESS NATIONAL 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  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BURDEN CHILDS FRICK**

(Last) (First) (Middle)

**C/O ACCESS NATIONAL  
CORPORATION, 1800 ROBERT  
FULTON DRIVE, SUITE 300**

(Street)

RESTON, VA 20191

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**ACCESS NATIONAL CORP  
[ANCX]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**04/01/2017**

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 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	04/01/2017		A		23,592	A	11 23,592 D
common stock	04/01/2017		A		10,651	A	12 34,243 I

Held in a  
trust in  
which Mr.  
Burden is  
trustee.

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)

**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. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

BURDEN CHILDS FRICK  
C/O ACCESS NATIONAL CORPORATION  
1800 ROBERT FULTON DRIVE, SUITE 300  
RESTON, VA 20191

X

## Signatures

/s/ Childs F.  
Burden

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).

Received in exchange for 17,720 shares of Middleburg Financial Corporation ("Middleburg") common stock in connection with the merger of Middleburg with and into Access National Corporation ("Access") effective April 1, 2017 (the "Merger"), and includes 523 shares of Access common stock received in exchange for 400 shares of Middleburg restricted stock that vested in connection with the

(1) Merger. At the effective time of the Merger at 12:01 a.m. on April 1, 2017, each outstanding share of Middleburg converted into the right to receive 1.3314 shares of Access common stock. On March 31, 2017, the last trading day before the effective date of the Merger, the closing price of Middleburg's common stock was \$40.04 per share and the closing price of Access's common stock was \$30.02 per share. All fractional share holdings were paid in cash.

(2) Received in exchange for 8,000 shares of Middleburg common stock in connection with the Merger.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

## Edgar Filing: ACCESS NATIONAL CORP - Form 4

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