SEC Form 4

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

ROVAL					
3235-0287					
Estimated average burden					
hours per response: 0.5					

to Sec obliga	this box if no l tion 16. Form 4 tions may conti ction 1(b).	or Form 5	STATEMEN	d pursi	uant	to Se	ection :	16(a	ı) of the	e Seci	ENEFICI urities Exchar Company Act	nge Act	of 1934	ERSHI	P	OMB Nun Estimated hours per	l averag	e burde	235-0287 n 0.5
1. Name and Address of Reporting Person [*] BASSWOOD CAPITAL MANAGEMENT, L.L.C.				Di	Dime Community Bancshares, Inc. /NY/ (Check all applica DCOM X Director									applicab Director Officer (gi	<i>'</i>				
					3. Date of Earliest Transaction (Month/Day/Year) 08/18/2021 Director-by-Deputization														
(Street) <u>NEW YORK NY 10022</u> (City) (State) (Zip)				4. If	f Ame	endm	nent, D	oate	of Orio	ginal F	Filed (Month/E	Day/Yea	· .	Line) F	orm filed	t/Group Fi by One Re by More ti	eportino	g Perso	n
(- 57	(, ,			Sol	ouri	itioc	A.c.	auire	d D	isnosed (ofor	Bonofi	cially C	wped				
Table I - Non-Deriva 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Ye)			n ′ear)	2A. Deemed Execution Date,			3. Transaction Code (Instr. 8)			Acquire	quired (A) or (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following Reported		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	Transa (Instr.	ction(s) 3 and 4)		-		
	Stock, par Common Sto	value \$0.01 per ock'')	08/18/202	21					S		27,014	D	\$32.8	3 2,8	46,124	1	[See footi	notes ⁽¹⁾⁽²⁾
Common	Stock													46	4,808		[See footi	10tes ⁽¹⁾⁽³⁾
Common	Stock													4	5,249		[<u> </u>	notes ⁽¹⁾⁽⁴⁾
Common	Common Stock													20	3,584		[notes ⁽¹⁾⁽⁵⁾
Common Stock													8),585		[10tes ⁽¹⁾⁽⁶⁾	
Common Stock														3,660	1		See footi	notes ⁽¹⁾⁽⁷⁾	
Common Stock			\rightarrow				_							8,282 ,287.37	D ⁽¹		<u> </u>		
Common Stock Table II - Derivative S					<u> </u>		uirod		noood of	or P	nofioi				-)(*)				
		Id									, converti				neu				
		Transaction of Code (Instr. Der 8) Sec (A) Disj of (I (Instr.)		of Deriva Securi Acquin (A) or Dispos of (D)	Expinitive (Mon curities quired or posed D) str. 3, 4		6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Deriva Securi (Instr.	Derivative deriv Security Secu (Instr. 5) Bene Owne Follo Repo Trans (Instr		Irities Form eficially Directed or In wing (I) (In ported saction(s)		11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	e V		(A)	(D)	Date Exe	e rcisab	Expiration le Date	n Title	Amoun or Numbe of Shares	r					
		f Reporting Person [*] APITAL MA	NAGEMEN	<u>Г</u> ,															
(Last) (First) (Middle) 645 MADISON AVENUE, 10TH FLOOR																			
(Street) NEW Y	ORK	NY	10022																
(City)		(State)	(Zip)																
		f Reporting Person [*]																	

	AVENUE, 10TH	AGEMENT, L.L.C. H FLOOR 10022 (Zip)
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. ,	CAPITAL MANA	GEMENT, L.L.C.
(Last)		
(1. a a t)	(First)	(Middle)
	ess of Reporting Pers UM BENNET	
(City)	(State)	(Zip)
(Street) NEW YORK	NY	10022
645 MADISON	AVENUE 10TH	I FLOOR
		ANAGEMENT L.L.C.
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tion of Responses:

1. See Exhibit 99.1 2. See Exhibit 99.1

3. See Exhibit 99.1

4. See Exhibit 99.1

5. See Exhibit 99.1

6. See Exhibit 99.1

7. See Exhibit 99.1

8. See Exhibit 99.1

9. See Exhibit 99.1

Remarks:

Exhibit List: ------ Exhibit 99.1 - Explanation of Responses Exhibit 99.2 - Joint Filer Information Exhibit 99.3 - Joint Filers' Signatures

BASSWOOD CAPITAL MANAGEMENT, L.L.C., /s/ 08/20/2021 Matthew Lindenbaum

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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

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 Number.

Designated Filer: Basswood Capital Management, L.L.C. Issuer & Ticker Symbol: Dime Community Bancshares, Inc. [DCOM] Date of Event RequiringAugust 18, 2021 Statement:

Explanation of Responses:

1. This Form 4 is filed on behalf of Matthew Lindenbaum, Bennett Lindenbaum and Basswood Capital Management, L.L.C. ("BCM") (collectively, the "Reporting Persons"). BCM is the investment manager or adviser to Basswood Co-Investment Fund (SPC), Ltd., For and on Behalf of Segregated Portfolio C-1 ("BCF"), Basswood Opportunity Partners, LP ("BOP"), Basswood Financial Fund, LP ("BFF"), Basswood Financial Long Only Fund, LP ("BFLOF") and Basswood Opportunity Fund, Inc. ("BOF") (collectively, the "Funds") and certain separate managed accounts managed by BCM (the "Managed Accounts") and may be deemed to have a pecuniary interest in the Common Stock directly held by the Funds and held in the Managed Accounts. Matthew Lindenbaum and Bennett Lindenbaum are the managing members of BCM and may be deemed to have a pecuniary interest in the Common Stock directly held by the Funds and held in the Managed Accounts. Matthew Lindenbaum and Bennett Lindenbaum are the managing members of BCM and may be deemed to have a pecuniary interest in the Common Stock directly held by the Funds and held in the Managed Accounts. Matthew Lindenbaum and Bennett Lindenbaum are the managing members of BCM and may be deemed to have a pecuniary interest in the Common Stock directly held by the Funds or Managed Accounts, and also directly hold shares of Common Stock. In accordance with Instruction 4(b)(iv), the entire amount of Common Stock held by the Funds or Managed Accounts are reported herein. Each Reporting Person disclaims beneficial ownership of all shares of Common Stock that are beneficially owned by the Funds or Managed Accounts, except to the extent of any direct or indirect pecuniary interest therein. BCM also disclaims beneficial ownership of the shares held directly by the other. The inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of any securities reported herein for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise.

Matthew Lindenbaum, a managing member of BCM, serves on the board of directors of the Issuer as a representative of the Reporting Persons. As a result, each of the Reporting Persons is a "director-by-deputization" solely for purposes of Section 16 of the Exchange Act. By reason of the provisions of Rule 16a-1 of the Exchange Act, each of the Reporting Persons may be deemed to be a beneficial owner of the shares of Common Stock issued to Matthew Lindenbaum.

- 2. Common Stock held directly by certain separate Managed Accounts managed by BCM.
- 3. Common Stock held directly by BOP.
- 4. Common Stock held directly by BOF.
- 5. Common Stock held directly by BFF.
- 6. Common Stock held directly by BFLOF.
- 7. Common Stock held directly by BCF.
- 8. Common Stock held directly by Bennett Lindenbaum.
- 9. Common Stock held directly by Matthew Lindenbaum, which includes 5,272.374747 shares of Common Stock underlying restricted stock unit awards.

Designated Filer:Basswood Capital Management, L.L.C.Issuer & Ticker Symbol:Dime Community Bancshares, Inc. [DCOM]Date of Event RequiringApril 18, 2021Statement:

Exhibit 99.2 - Joint Filer Information

Joint Filers:

1. Name:	Matthew Lindenbaum Address: c/o Basswood Capital Management, LLC 645 Madison Avenue, 10 th Floor New York, NY 10022
2. Name:	Bennett Lindenbaum Address: c/o Basswood Capital Management, LLC 645 Madison Avenue, 10 th Floor New York, NY 10022
3. Name:	Basswood Capital Management, L.L.C. Address: c/o Basswood Capital Management, LLC 645 Madison Avenue, 10 th Floor New York, NY 10022

Designated Filer: Basswood Capital Management, L.L.C. Issuer & Ticker Symbol: Dime Community Bancshares, Inc. [DCOM] Date of Event RequiringApril 18, 2021 Statement:

Exhibit 99.3 - Joint Filers' Signatures

<u>/s/ Matthew Lindenbaum</u> Matthew Lindenbaum

<u>/s/ Bennett Lindenbaum</u> Bennett Lindenbaum

Basswood Capital Management, L.L.C.

By:<u>/s/ Matthew Lindenbaum</u> Name: Matthew Lindenbaum Title: Managing Member