

CADDELL JOAN NERLINO

Form 5

January 23, 2013

FORM 5**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549Check this box if
no longer subject
to Section 16.Form 4 or Form
5 obligations
may continue.See Instruction
1(b).Form 3 Holdings
Reported

Form 4

Transactions

Reported

**ANNUAL 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: 3235-0362Expires: January 31,
2005Estimated average
burden hours per
response... 1.01. Name and Address of Reporting Person *
CADDELL JOAN NERLINO

(Last) (First) (Middle)

C/O VSB BANCORP INC, 4142
HYLAN BOULEVARD

(Street)

2. Issuer Name and Ticker or Trading
Symbol
VSB BANCORP INC [VSBN]3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/20124. 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)
Secretary

6. Individual or Joint/Group Reporting

(check applicable line)

STATEN ISLAND, NY 10308

(City) (State) (Zip)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/31/2012				12,000	I	Represents shares held in Ms. Nerlino Caddell's IRA account.
Common Stock	12/31/2012				39,463	D	

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Common Stock	Â	Â	Â	Â	Â	Â	2,500 ⁽¹⁾	I	Shares held for Ms. Caddell's child for which Ms. Caddell is a custodian.
Common Stock	Â	Â	Â	Â	Â	Â	2,500	I	Shares are being transferred to a trust for the benefit of Ms. Caddell's child Ian Caddell.
Common Stock	Â	Â	Â	Â	Â	Â	5,750	I	Ms. Caddell disclaims any pecuniary interest in the shares held by his spouse.
Common Stock	Â	Â	Â	Â	Â	Â	2,400 ⁽²⁾ ⁽³⁾	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	1,000 ⁽³⁾ ⁽⁴⁾	D	Â

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

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(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. D or S (Instr. 3)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of	

Call	\$ 17.6	Â	Â	Â	Â	Â	12/31/2005	04/27/2014	Common	Shares
Option									Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CADDELL JOAN NERLINO C/O VSB BANCORP INC 4142 HYLAN BOULEVARD STATEN ISLAND, NY 10308	Â X	Â	Â Secretary	Â

Signatures

\sJoan Nerlino Caddell by Raffaele M Branca,
POA 01/23/2013

__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) Shares held for Ms. Caddell's child for which Ms. Caddell is a custodian.
- (2) Restricted stock awarded under the 2010 VSB Bancorp, Inc. Retention and Recognition Plan will vest in five equal annual installments from the date of the grant.
- (3) Restricted stock awarded under the 2010 VSB Bancorp, Inc. Retention and Recognition Plan that have not vested by the reporting date.
- (4) Restricted stock awarded under the 2010 VSB Bancorp, Inc. Retention and Recognition Plan will vest in two equal annual installments from 11/13/2012, the date of the grant.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.