

VSB BANCORP INC  
Form 5  
January 27, 2014

**FORM 5**

**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).  
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: 3235-0362  
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2005  
Estimated average  
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response... 1.0

1. Name and Address of Reporting Person \*  
**JOHNSEN ALFRED C**

(Last) (First) (Middle)

**C/O VSB BANCORP, INC., 4142  
HYLAN BOULEVARD**

(Street)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**VSB BANCORP INC [VSNB]**

3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
**12/31/2013**

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 Reporting

(check applicable line)

**STATEN ISLAND, NY 10308**

☒ Form Filed by One Reporting Person  
☐ Form Filed by More than One Reporting  
Person

(City) (State) (Zip)

**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)
				(A) or Amount (D) Price			
Common Stock	12/31/2013	12/31/2013	12/31/2013	12/31/2013	12/31/2013 2,900	D	Shares held under the ACJ Profit Sharing Plan DTD 1/1/92.
Common Stock	12/31/2013	12/31/2013	12/31/2013	12/31/2013	12/31/2013 5,000	I	

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Common Stock	Â	Â	Â	Â	Â	Â	1,600 <u>(1)</u> <u>(2)</u>	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	500 <u>(2)</u> <u>(3)</u>	D	Â

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 2270  
(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. Amount or Number of Shares
					(A) (D)	Date Exercisable Expiration Date	Title	
Call Option	\$ 17.6	Â	Â	Â	Â Â	12/31/2005 04/27/2014	Common Stock	6,250
Call Option	\$ 12.09	Â	Â	Â	Â Â	01/15/2011 01/15/2020	Common Stock	4,000 <u>(4)</u>

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
JOHNSEN ALFRED C C/O VSB BANCORP, INC. 4142 HYLAN BOULEVARD STATEN ISLAND, NY 10308	Â X Â Â Â

## Signatures

\s\Alfred C  
 Johnsen  
 01/27/2014  
 \*\*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) 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.
- (2) Restricted stock awarded under the 2010 VSB Bancorp, Inc. Retention and Recognition Plan that have not vested by the reporting date.
- (3) 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.
- (4) Options awarded under the 2004 VSB Bancorp, Inc. Director Stock Option Plan will vest in five equal annual installments from January 15, 2010, 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.