Melrose Bancorp, Inc. Form 4 May 13, 2016

FORM 4

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

OMB APPROVAL OMB

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Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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

1(b).

Common

Common

Common

Stock

Stock

Stock

05/12/2016

(Print or Type Responses)

| 1. Name and Indorato I | d Address of Reporting P Diane | Person * 2. Issuer Symbol | 2. Issuer Name and Ticker or Trading Symbol | | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--------------------------------------|---|---|--|--|--|--|---|--|
| | | Melrose | Melrose Bancorp, Inc. [MELR] | | | (Check all applicable) | | |
| (Last) | (First) (M | (iddle) 3. Date of | Earliest Tra | ansaction | | | | |
| 638 MAII | N STREET | • | (Month/Day/Year) 05/12/2016 | | | ive title Oth below) SVP and CFO | | |
| | (Street) | 4. If Amer | 4. If Amendment, Date Original | | | 6. Individual or Joint/Group Filing(Check | | |
| MELROS | SE, MA 02176 | Filed(Mon | th/Day/Year) |) | | y One Reporting Poy More than One R | | |
| (City) | (State) (| Zip) Table | e I - Non-D | erivative Securities A | cquired, Disposed | of, or Beneficia | lly 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 on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |

Code V Amount

A

5,000

(1)

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

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Reported

5,000

2,600

29,904

Transaction(s) (Instr. 3 and 4)

D

I

Ι

(A)

(D)

A

Price

\$0

By Spouse

By 401(k)

(9-02)

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number.

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. Transacti Code (Instr. 8) | 5. Number of orDerivative 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) | |
|---|---|--------------------------------------|---|---------------------------------------|---|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options | \$ 15.13 | 05/12/2016 | | A | 32,500 (2) | 05/12/2017 | 05/12/2026 | Common Stock | 32,500 (2) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-------------------|-------------|-------|--|--|
| r | Director | 10% Owner Officer | | Other | | |
| Indorato Diane | | | | | | |
| 638 MAIN STREET | | | SVP and CFO | | | |
| MELROSE, MA 02176 | | | | | | |

Signatures

/s/ Steven T. Lanter, pursuant to power of attorney 05/13/2016

**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 of restricted stock vest at a rate of 20% per year commencing on May 12, 2017.
- (2) Stock options vest at a rate of 20% per year commencing on May 12, 2017.

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

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