

1ST CONSTITUTION BANCORP

Form SC 13G/A

February 07, 2017

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934

(Amendment No. 9)\*

1st Constitution Bancorp

(Name of Issuer)

Common Stock, No Par Value

(Title of Class of Securities)

31986N102

(CUSIP Number)

December 31, 2016

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 31986N102

NAME OF  
REPORTING  
PERSONS

I.R.S. ROBERT F. MANGANO

1 IDENTIFICATION  
NO. OF ABOVE  
PERSONS  
(ENTITIES  
ONLY)

CHECK THE  
APPROPRIATE (a)  
BOX IF A  
2 MEMBER OF A  
GROUP

3 SEC USE  
ONLY

4 CITIZENSHIP  
OR PLACE OF U.S.A.  
ORGANIZATION

NUMBER  
OF VOTING 506,207 (1)  
5 POWER  
SHARES

BENEFICIALLY  
SHARED 0  
6 VOTING  
OWNED POWER  
BY

EACH 496,362 (2)  
7

8 REPORTING  
DISPOSITIVE  
POWER

PERSON  
SHARED  
8 DISPOSITIVE 0  
WITH  
POWER

AGGREGATE  
AMOUNT  
BENEFICIALLY  
9 OWNED BY 506,207 (1)  
EACH  
REPORTING  
PERSON

CHECK BOX IF  
THE  
AGGREGATE  
10 AMOUNT IN  
ROW (9)  
EXCLUDES  
CERTAIN  
SHARES

PERCENT OF  
CLASS  
11 REPRESENTED 6.3% (3)  
BY AMOUNT  
IN ROW 9

TYPE OF  
12 REPORTING IN  
PERSON

(1) Includes (i) 437,885 shares owned directly by the reporting person, (ii) options to purchase 41,034 shares of Issuer common stock that are currently exercisable or that will become exercisable within 60 days after December 31, 2016 and (iii) 27,288 shares of restricted stock issued to the reporting person under Issuer's equity incentive plans which may be voted immediately upon grant but which may not be sold prior to the vesting date.

(2) Includes (i) 437,885 shares owned directly by the reporting person, (ii) options to purchase 41,034 shares of Issuer common stock that are currently exercisable or that will become exercisable within 60 days after December 31,

2016 and (iii) 17,443 shares of restricted stock issued to the reporting person under Issuer's equity incentive plans that will vest within 60 days after December 31, 2016; does not include 9,845 shares of restricted stock issued to

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the reporting person under Issuer's equity incentive plans which may be voted immediately upon grant but which may not be sold prior to the vesting date.

(3) Based on information provided by the Issuer that on December 31, 2016, there were 7,993,789 shares of the Issuer's common stock outstanding.

Item 1(a). Name of Issuer:

1st Constitution Bancorp

Item 1(b). Address of Issuer's Principal Executive Offices:

P.O. Box 634

2650 Route 130 North

Cranbury, New Jersey 08512

Item 2(a). Name of Person Filing:

Robert F. Mangano

Item 2(b). Address of Principal Business Office or, if None, Residence:

c/o 1st Constitution Bancorp

P.O. Box 634

2650 Route 130 North

Cranbury, New Jersey 08512

Item 2(c). Citizenship:

U.S.A.

Item 2(d). Title of Class of Securities:

Common Stock, no par value

Item 2(e). CUSIP Number:

31986N102

Item 3. If This Statement is Filed Pursuant to §§240.13d-1(b), or 240.13d-2(b) or (c), Check Whether the Person Filing is a:

(a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);

(b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);

(c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);

(d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with §240.13d-1(b)(1)(ii)(K.)

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

506,207 <sup>(1)</sup>

(b) Percent of class:

6.3% <sup>(2)</sup>

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

506,207 <sup>(1)</sup>

(ii) Shared power to vote or to direct the vote

0

(iii) Sole power to dispose or to direct the disposition of

496,362 <sup>(3)</sup>

(iv) Shared power to dispose or to direct the disposition of

0

Includes (i) 437,885 shares owned directly by the reporting person, (ii) options to purchase 41,034 shares of Issuer (1) common stock that are currently exercisable or that will become exercisable within 60 days after December 31, 2016 and (iii) 27,288 shares

of restricted stock issued to the reporting person under Issuer's equity incentive plans which may be voted immediately upon grant but which may not be sold prior to the vesting date.

(2) Based on information provided by the Issuer that on December 31, 2016, there were 7,993,789 shares of the Issuer's common stock outstanding.

Includes (i) 437,885 shares owned directly by the reporting person, (ii) options to purchase 41,034 shares of Issuer common stock that are currently exercisable or that will become exercisable within 60 days after December 31, 2016 and (iii) 17,443 shares of restricted stock issued to the reporting person under Issuer's equity incentive plans that will vest within 60 days after December 31, 2016; does not include 9,845 shares of restricted stock issued to the reporting person under Issuer's equity incentive plans which may be voted immediately upon grant but which may not be sold prior to the vesting date.

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 6, 2017

/s/ ROBERT F. MANGANO  
Robert F. Mangano