

EVANS BANCORP INC
Form 4
September 21, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MILLER ROBERT G JR

(Last) (First) (Middle)
1845 LAKE ROAD
(Street)

SILVER CREEK, NY 14136

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EVANS BANCORP INC [EVBN]

3. Date of Earliest Transaction
(Month/Day/Year)
09/20/2005

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)
Pres. ENB Ins Agency/ENB Assoc

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock (\$0.50 par value)					66,656.3843 (1) (2) (3)	D	
Common Stock (\$0.50 par value)					160.5723 (4) (5)	I	By Son (6)
Common Stock (\$0.50 par value)					328.0594 (7) (8)	I	By Daughter (9)

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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. Amount or Number of Shares
						Date Exercisable	Expiration Date		
Employee Incentive Stock Option (Right to Buy)	\$ 22	09/20/2005		A	2,000	<u>(10)</u>	09/19/2015	Common Stock	2,000
Employee Incentive Stock Option (Right to Buy)	\$ 20.25 <u>(11)</u>					<u>(12)</u>	04/18/2013	Common Stock	2,200 <u>(13)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER ROBERT G JR 1845 LAKE ROAD SILVER CREEK, NY 14136	X		Pres. ENB Ins Agency/ENB Assoc	

Signatures

Michelle Baumgarden, Attorney in Fact for Robert G. Miller, Jr.

09/21/2005

**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) On December 30, 2004, the issuer distributed a 5% stock dividend payable to all holders of record of common stock on December 9, 2004. As a result, the listed owner received 3,147.60857 additional shares of common stock.
- (2) This number reflects shares acquired through the Employee Stock Purchase Plan as follows: 262 shares July 2, 2004; 210 shares January 5, 2005; 330 shares July 1, 2005.
- (3) This number reflects shares acquired under the Evans Bancorp, Inc. Dividend Reinvestment Plan as follows: 9.171388 shares in 2004; 9.604303 in April 2005.
- (4) On December 30, 2004, the issuer distributed a 5% stock dividend payable to all holders of record of common stock on December 9, 2004. As a result, the listed owner received 7.381219 additional shares of common stock.
- (5) This number reflects shares acquired under the Evans Bancorp, Inc. Dividend Reinvestment Plan as follows: 3.004327 in 2004 and 1.566725 in April 2005.
- (6) The reporting person disclaims beneficial ownership of the 160.572317 shares owned by his son.
- (7) On December 30, 2004, the issuer distributed a 5% stock dividend payable to all holders of record of common stock on December 9, 2004. As a result, the listed owner received 14.887164 additional shares of common stock.
- (8) The number reflects shares acquired under the Evans Bancorp, Inc. Dividend Reinvestment Plan as follows: 8.448019 shares in 2004 and 4.428962 shares in April 2005.
- (9) The reporting person disclaims beneficial ownership of the 328.059402 shares owned by his daughter.
- (10) The Options shall be exercisable according to the following schedule: 100% of the shares of Common Stock subject to the Option - 5th year after the Date of Grant and thereafter.
- This option price was previously reported as an option for 2,000 shares of common stock at an exercise price of \$22.28 per share, but was adjusted to reflect the 5% stock dividend declared by Evans Bancorp, Inc. on November 16, 2004, payable on December 30, 2004 to shareholders of record on December 9, 2004. As a result of the stock dividend, pursuant to the anti-dilution provisions of Evans Bancorp, Inc.'s 1999 Stock Option and Long-Term Incentive Plan, the option entitled the reporting person to receive, upon exercise, 200 additional shares of common stock for no additional consideration. Also as a result of the 5% stock dividend, the exercise price of the option is adjusted from \$22.28 per share to \$20.25 per share.
- (11) The Options shall be exercisable according to the following schedule: 100% of Common Stock subject to the Option - 5th year after the Date of Grant and thereafter.
- This option was previously reported as an option for 2000 shares of common stock at an exercise price of \$22.28 per share, but was adjusted to reflect the 5% stock dividend declared by Evans Bancorp, Inc. on November 16, 2004, payable on December 30, 2004 to shareholders of record on December 9, 2004. As a result of the stock dividend, pursuant to the anti-dilution provisions of Evans Bancorp, Inc.'s 1999 Stock Option and Long-Term Incentive Plan, the option entitled the reporting person to receive, upon exercise, 200 additional shares of common stock for no additional consideration.
- (12) This number is reflected in Section 9 (Number of Derivative Securities Beneficially Owned Following Reported Transactions(s)) for Employee Incentive Stock Option (Right to Buy) reported as transaction date 09/20/2005.
- (13) This number is reflected in Section 9 (Number of Derivative Securities Beneficially Owned Following Reported Transactions(s)) for Employee Incentive Stock Option (Right to Buy) reported as transaction date 09/20/2005.
- (14)

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.