Edgar Filing: MILLER LARRY J - Form 4

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Form 4												
November 19									OMB AF	PROVAL		
FORM		ATTIES A			NGE (COMMISSION	OMB Number:	3235-0287				
Check thi if no long subject to Section 10 Form 4 or	er STATEN 6.	IENT O	F CHAN	GES IN I SECUR		[CIA	L OW	NERSHIP OF	Expires: Estimated a burden hou			
Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed pur s Section 17(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										
(Print or Type R	esponses)											
1. Name and Address of Reporting Person <u>*</u> MILLER LARRY J			2. Issuer Name and Ticker or Trading Symbol CODORUS VALLEY BANCORP INC [CVLY]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
			3. Date of Earliest Transaction (Month/Day/Year) 11/15/2018					_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) President & CEO				
				Amendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
YORK, PA	17403							Form filed by M Person	lore than One Re	porting		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Aco	quired, Disposed of	, or Beneficial	ly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, any (Month/Day/Year)		on Date, if	Code (D)				Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)				
Common Stock	11/15/2018			F	254	D	\$ 25.3	121,647.325 (1)	D			
Common Stock	11/17/2018			F	776	D	\$ 24.9	120,871.325 (1)	D			

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.

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 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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MILLER LARRY J 105 LEADER HEIGHTS ROAD YORK, PA 17403	Х		President & CEO				
Signatures							
/s/Teresa L. Greider, Attorney-in-Fact		11/19/2018					

<u>**</u>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) includes 27,548.864 held jointly with spouse, 2,239.335 held jointly with daughter, 2,239.335 held jointly with son

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.