

COMMUNITY FINANCIAL CORP /MD/
Form SC 13G
October 30, 2017

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

The Community Financial Corporation
(Name of Issuer)

Common Stock, par value \$0.01 per share
(Title of Class of Securities)

20368X101
(CUSIP Number)

October 27, 2017
(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 on 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.
20368X101

13G Page 2 of 21 Pages

1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Basswood Capital
Management, L.L.C.

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

Delaware

5 SOLE VOTING
POWER

0

NUMBER
OF
SHARES
BENEFICIALLY
OWNED
BY
EACH
REPORTING
PERSON
WITH
6 SHARED VOTING
POWER
457,658
7 SOLE DISPOSITIVE
POWER

0

8 SHARED
DISPOSITIVE POWER
457,658

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON
457,658

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

11 PERCENT OF CLASS
REPRESENTED BY
AMOUNT IN ROW (9)
9.84%

12 TYPE OF REPORTING
PERSON*
IA

CUSIP No.
20368X101

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1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Basswood Partners, L.L.C.

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

Delaware

NUMBER
OF
SHARES ⁵
BENEFICIALLY
OWNED 0
BY
EACH
REPORTING
PERSON ⁶
WITH

SOLE VOTING
POWER

SHARED VOTING
POWER

138,015

7
SOLE DISPOSITIVE
POWER

0

8

SHARED
DISPOSITIVE POWER

138,015

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

138,015

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

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

2.97%

12 TYPE OF REPORTING
PERSON*

OO

CUSIP No.
20368X101

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1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Basswood Enhanced Long
Short GP, LLC

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

Delaware

NUMBER
OF
SHARES ⁵
BENEFICIALLY
OWNED 0
BY
EACH
REPORTING
PERSON ⁶
WITH

SOLE VOTING
POWER

SHARED VOTING
POWER
133,998

7
SOLE DISPOSITIVE
POWER
0

8

SHARED
DISPOSITIVE POWER

133,998

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

133,998

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

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

2.88%

12 TYPE OF REPORTING
PERSON*

OO

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CUSIP No.
20368X101

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1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Basswood Financial Fund, LP

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION
Delaware

NUMBER
OF
SHARES ⁵
BENEFICIALLY
OWNED 0
BY
EACH
REPORTING
PERSON ⁶
WITH
SOLE VOTING
POWER
SHARED VOTING
POWER
73,487

7 SOLE DISPOSITIVE
POWER
0

8

SHARED
DISPOSITIVE POWER

73,487

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

73,487

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

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

1.58%

12 TYPE OF REPORTING
PERSON*

PN

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CUSIP No.
20368X101

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1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Basswood Financial Fund, Inc.

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

Cayman Islands

NUMBER
OF
SHARES ⁵
BENEFICIALLY
OWNED 0
BY
EACH
REPORTING
PERSON ⁶
WITH

SOLE VOTING
POWER

SHARED VOTING
POWER
26,435

7
SOLE DISPOSITIVE
POWER
0

8

SHARED
DISPOSITIVE POWER

26,435

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

26,435

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

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

0.57%

12 TYPE OF REPORTING
PERSON*

CO

CUSIP No.
20368X101

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1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Basswood Financial Long Only
Fund, LP

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

Delaware

NUMBER
OF
SHARES ⁵
BENEFICIALLY
OWNED 0
BY
EACH
REPORTING
PERSON ⁶
WITH

SOLE VOTING
POWER

SHARED VOTING
POWER
18,988

7
SOLE DISPOSITIVE
POWER
0

8

SHARED
DISPOSITIVE POWER

18,988

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

18,988

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

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

0.41%

12 TYPE OF REPORTING
PERSON*

PN

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CUSIP No.
20368X101

13G Page 8 of 21 Pages

1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Basswood Enhanced Long
Short Fund, LP

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION
Delaware

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER	0
	6	SHARED VOTING POWER	133,998
	7	SOLE DISPOSITIVE POWER	0

8 SHARED
DISPOSITIVE POWER

133,998

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

133,998

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

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

2.88%

12 TYPE OF REPORTING
PERSON*

PN

CUSIP No.
20368X101

13G Page 2 of 21 Pages

1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Basswood Opportunity
Partners, LP

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

Delaware

NUMBER
OF
SHARES 5
BENEFICIALLY
OWNED 0
BY
EACH
REPORTING
PERSON 6
WITH

SOLE VOTING
POWER

SHARED VOTING
POWER

45,540

7 SOLE DISPOSITIVE
POWER

0

8

SHARED
DISPOSITIVE POWER

45,540

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

45,540

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

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

0.98%

12 TYPE OF REPORTING
PERSON*

PN

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CUSIP No.
20368X101

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1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Basswood Opportunity Fund,
Inc.

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

Cayman Islands

NUMBER
OF
SHARES 5
BENEFICIALLY 0
OWNED
BY
EACH
REPORTING 6
PERSON
WITH

SOLE VOTING POWER

SHARED VOTING
POWER

34,563

7 SOLE DISPOSITIVE
POWER

0

8 SHARED DISPOSITIVE
POWER

34,563

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

34,563

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

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

0.74%

12 TYPE OF REPORTING
PERSON*

CO

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CUSIP No.
20368X101

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1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

BCM Select Equity I Master,
Ltd.

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

Cayman Islands

NUMBER
OF SHARES 5
BENEFICIALLY 0
OWNED
BY
EACH REPORTING 6
PERSON WITH
SOLE VOTING POWER

SHARED VOTING
POWER

0

7 SOLE DISPOSITIVE
POWER

0

8

SHARED DISPOSITIVE
POWER

0

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

0

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

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

0.00%

12 TYPE OF REPORTING
PERSON*

CO

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CUSIP No.
20368X101

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1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Matthew Lindenbaum

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

United States

NUMBER
OF
SHARES 5
BENEFICIALLY 0
OWNED
BY
EACH
REPORTING 6
PERSON
WITH

SOLE VOTING POWER

SHARED VOTING
POWER

457,658

7 SOLE DISPOSITIVE
POWER

0

8 SHARED DISPOSITIVE
POWER

457,658

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

457,658

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

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

9.84%

12 TYPE OF REPORTING
PERSON*
IN

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CUSIP No.
20368X101

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1 NAME OF REPORTING
PERSON
I.R.S. IDENTIFICATION NO.
OF ABOVE PERSON

Bennett Lindenbaum

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION

United States

NUMBER
OF
SHARES 5
BENEFICIALLY 0
OWNED
BY
EACH
REPORTING 6
PERSON
WITH

SOLE VOTING POWER

SHARED VOTING
POWER

457,658

7 SOLE DISPOSITIVE
POWER

0

8 SHARED DISPOSITIVE
POWER

457,658

9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY
EACH REPORTING PERSON

457,658

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

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

9.84%

12 TYPE OF REPORTING
PERSON*

IN

-13-

Item
1(a) Name of Issuer:

The Community Financial Corporation

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

3035 Leonardtown Road
Waldorf, Maryland 20601

Item
2(a) Name of Person Filing:

The information required by Item 2(a) is set forth in Row 1 of the cover page hereto for each Reporting Person and is incorporated herein by reference for each such Reporting Person.

Item
2(b) Address or Principal Business Office:

c/o Basswood Capital Management, L.L.C.
645 Madison Avenue, 10th Floor
New York, NY 10022

Item
2(c) Citizenship:

The information required by Item 2(c) is set forth in Row 4 of the cover page hereto for each Reporting Person and is incorporated herein by reference for each such Reporting Person.

Item
2(d) Title of Class of Securities:

Common Stock, par value \$0.01 per share

Item
2(e) CUSIP Number:

20368X101

Item 3 Statement filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c):

The information required by Item 3 is set forth in Row 12 of the cover page hereto for each Reporting Person and is incorporated herein by reference for each such Reporting Person.

Item 4 Ownership:

The information required by Items 4(a)-(c) is set forth in Rows 5-11 of the cover page hereto for each Reporting Person and is incorporated herein by reference for each such Reporting Person.

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

On October 27, 2017, Basswood Partners, L.L.C., Basswood Enhanced Long Short GP, LLC, Basswood Financial Fund, LP, Basswood Financial Fund, Inc., Basswood Financial Long Only Fund, LP, Basswood Enhanced Long Short Fund, LP, Basswood Opportunity Partners, LP, Basswood Opportunity Fund, Inc. and BCM Select Equity I Master, Ltd. ceased to be beneficial owners of more than 5% of the Common Stock, par value \$0.01 per share of the Issuer.

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:

By signing below the signatory certifies that, to the best of his knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

[Remainder of page intentionally left blank]

SIGNATURE

After reasonable inquiry and to the best of the knowledge and belief of the undersigned, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

Dated: October 30, 2017

BASSWOOD CAPITAL MANGEMENT,
L.L.C.

By: /s/ Matthew Lindenbaum
Name: Matthew Lindenbaum
Title: Managing Member

BASSWOOD PARTNERS, L.L.C.

By: /s/ Matthew Lindenbaum
Name: Matthew Lindenbaum
Title: Managing Member

BASSWOOD ENHANCED LONG SHORT
GP, LLC

By: /s/ Matthew Lindenbaum
Name: Matthew Lindenbaum
Title: Managing Member

BASSWOOD FINANCIAL FUND, LP
By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum
Name: Matthew Lindenbaum
Title: Managing Member

BASSWOOD FINANCIAL FUND, INC.

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum

Title: Managing Member

BASSWOOD FINANCIAL LONG ONLY
FUND, LP

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum

Title: Managing Member

BASSWOOD ENHANCED LONG SHORT
FUND, LP

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum

Title: Managing Member

BASSWOOD OPPORTUNITY PARTNERS,
LP

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum

Title: Managing Member

BASSWOOD OPPORTUNITY FUND, INC.

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum

Title: Managing Member

BCM SELECT EQUITY I MASTER, LTD.

By: Basswood Capital Management, L.L.C.

By: /s/ Matthew Lindenbaum

Name: Matthew Lindenbaum

Title: Managing Member

/s/ Matthew Lindenbaum

Name: Matthew Lindenbaum, an individual

/s/ Bennett Lindenbaum

Name: Bennett Lindenbaum, an individual