SCHMALTZ DANA L

Form 4

December 21, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

OMB APPROVAL

Expires:

January 31, 2005

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SECURITIES Form 5 obligations

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SCHMALTZ DANA L

2. Issuer Name and Ticker or Trading Symbol

Walker & Dunlop, Inc. [WD]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Middle)

3. Date of Earliest Transaction

X_ Director 10% Owner

Officer (give title

(Check all applicable)

Other (specify

(Month/Day/Year) 12/20/2010

C/O WALKER & DUNLOP. INC., 7501 WISCONSIN AVENUE.

(Street)

(State)

(First)

SUITE 1200

(City)

1. Title of

Security

(Instr. 3)

(Last)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

BETHESDA, MD 20814

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Ownership Owned Indirect (I) Following (Instr. 4) (Instr. 4)

Reported Transaction(s)

or (Instr. 3 and 4) Price

(A)

(D)

Code V Amount 2,000

(1)

Common 12/20/2010 A Stock

\$0 2,000 D

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

(Month/Day/Year)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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	1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate Amou		int of	Derivative	Deriv
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative Securities		Securities	(Instr. 5)	Bene		
		Derivative						(Instr. 3 and 4)		Own		
		Security				Acquired	red				Follo	
						(A) or						Repo
						Disposed						Trans
						of (D)					(Instr	
						(Instr. 3,						
						4, and 5)						
										A 4		
										Amount		
					Code V		Exercisable Date	Expiration Date	Title	or Namelana		
										Number		
						(A) (D)			of			
					Code V	(A) (D)				Shares		

Reporting Owners

Relationships **Reporting Owner Name / Address**

> Director 10% Owner Officer Other

SCHMALTZ DANA L C/O WALKER & DUNLOP, INC. 7501 WISCONSIN AVENUE, SUITE 1200 BETHESDA, MD 20814

Signatures

/s/ Richard M. Lucas, attorney-in-fact

12/21/2010

X

**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).

Concurrently with the closing of Walker & Dunlop's (the "Company") initial public offering, the Company granted 2,000 shares of restricted common stock to Mr. Schmaltz, vesting on the one-year anniversary date of grant, under the Company's 2010 Equity Incentive

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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