

FNCB Bancorp, Inc.
Form 4
March 02, 2017

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
BONE JAMES M JR

(Last) (First) (Middle)

C/O FNCB, 102 E. DRINKER ST.

(Street)

DUNMORE, PA 18512

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
FNCB Bancorp, Inc. [FNCB]

3. Date of Earliest Transaction
(Month/Day/Year)
01/31/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

EVP & CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| COMMON STOCK | 03/01/2017 | | A | (A) or (D) Amount (1) 5,857 Price \$ 6.83 | 34,965.6362 (2) | D | |
| COMMON STOCK | 02/28/2017 | | J | (A) or (D) Amount (3) 3.711 Price \$ 6.8739 | 29,108.6361 | D | |
| COMMON STOCK | 01/31/2017 | | J | (A) or (D) Amount (3) 3.948 Price \$ 6.4615 | 29,104.9251 | D | |
| COMMON STOCK | | | | | 63.798 | I | Adult child who lives with Mr. Bone |

Edgar Filing: FNCB Bancorp, Inc. - Form 4

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.

SEC 1474
(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. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own 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 |
| BONE JAMES M JR C/O FNCB 102 E. DRINKER ST. DUNMORE, PA 18512 | | | EVP & CFO | |

Signatures

/s/ Stephanie A. Westington, as attorney
in fact 03/02/2017

__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) The time-based restricted common stock vests in five (5) equal annual installments which begin 5/15/18, 5/15/19, 5/15/20, 5/15/21 and 5/15/22.
This amount includes 7.6591 shares acquired jointly with Mr. Bone's spouse pursuant to the DRP; 19,090 shares of time-based restricted common stock solely owned by Mr. Bone; 2,211.359 shares owned jointly with Mr. Bone's spouse; 4,700.3990 shares co-owned with Mr. Bone's father and siblings; and 8,956.2191 shares owned solely by Mr. Bone.
- (3) Mr. Bone is a participant in FNCB Bancorp, Inc.'s Dividend Reinvestment and Stock Purchase Plan. These transactions represent his participation for January 2017 and February 2017.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Edgar Filing: FNCB Bancorp, Inc. - Form 4

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.