

FNCB Bancorp, Inc.
Form 5
February 14, 2017

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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: 3235-0362
Expires: January 31,
2005
Estimated average
burden hours per
response... 1.0

1. Name and Address of Reporting Person *
Champi Gerard A

(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. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2016

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)

PRESIDENT & CEO

6. Individual or Joint/Group Reporting

(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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMON STOCK	12/15/2016	Â	J ⁽¹⁾	42.6581	A	\$ 5.929	33,218.68 ⁽³⁾	D	Â
COMMON STOCK	12/15/2016	Â	J ⁽¹⁾	9.66	A	\$ 6.05	33,176.0219	D	Â
COMMON STOCK	12/15/2016	Â	J ⁽¹⁾	14.567	A	\$ 6.05	33,166.3619	D	Â
COMMON STOCK	09/15/2016	Â	J ⁽¹⁾	34.408	A	\$ 4.8804	33,151.7949	D	Â
	09/15/2016	Â	J ⁽¹⁾	7.793	A	\$ 4.98	33,117.3869	D	Â

Edgar Filing: FNCB Bancorp, Inc. - Form 5

COMMON
STOCK

COMMO STOCK	09/15/2016	Â	<u>J(1)</u>	11.749	A	\$ 4.98	33,109.5939	D	Â	
COMMON STOCK	06/15/2016	Â	<u>J(1)</u>	29.2389	A	\$ 5.7232	33,097.8449	D	Â	
COMMON STOCK	06/15/2016	Â	<u>J(1)</u>	6.622	A	\$ 5.84	33,068.606	D	Â	
COMMON STOCK	06/15/2016	Â	<u>J(1)</u>	9.984	A	\$ 5.84	33,061.984	D	Â	
COMMON STOCK	12/15/2016	Â	<u>J(1)</u>	8.845	A	\$ 6.05	1,757.585	I <u>(2)</u>		By self as custodian for children
COMMON STOCK	09/15/2016	Â	<u>J(1)</u>	7.14	A	\$ 4.98	1,748.74	I		By self as custodian for children
COMMON STOCK	06/15/2016	Â	<u>J(1)</u>	6.065	A	\$ 5.84	1,741.6	I		By self as custodian for children

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 2270
(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. of of D S B O E I F (I
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Champi Gerard A C/O FNCB 102 E. DRINKER ST. DUNMORE, PA 18512	Â	Â	Â PRESIDENT & CEO	Â

Signatures

/s/ James M. Bone, Jr., as attorney
in fact

02/14/2017

__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) Mr. Champi is a participant in FNCB Bancorp, Inc.'s Dividend Reinvestment and Stock Purchase Plan ("DRP"). These transactions are the result of his participation in the DRP in 2016.
- (2) This amount includes 22.05 DRP shares acquired by Mr. Champi as custodian for five (5) children.
This amount includes 130.380 shares acquired individually and 36.300 DRP shares acquired jointly with spouse pursuant to the DRP;
- (3) 19,933 shares of time-based restricted common stock solely owned by Mr. Champi; and 10,261.910 shares held solely by Mr. Champi; and 2,857.122 shares held jointly with Mr. Champi's spouse.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.