

FNB BANCORP/CA/
Form 4
December 18, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BLACK JIM D

(Last) (First) (Middle)

975 EL CAMINO REAL

(Street)

SOUTH SAN FRANCISCO, CA 94080

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
FNB BANCORP/CA/ [fnbg.ob]

3. Date of Earliest Transaction (Month/Day/Year)
12/14/2007

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

6. Individual or Joint/Group Filing(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)	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)			
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK	12/14/2007		P		63 ⁽¹⁾	A	\$ 28.5	1,324	I	JIM BLACK & LISA BLACK JT TEN
COMMON STOCK	12/14/2007		P		11 ⁽¹⁾	A	\$ 28.5	248	I	JIM BLACK CUST JANELLE C BLACK
COMMON STOCK	12/14/2007		P		11 ⁽¹⁾	A	\$ 28.5	249	I	JIM BLACK CUST GREGORY

A BLACK

COMMON STOCK 12/14/2007 P 156 ⁽¹⁾ A \$ 28.5 3,291 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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(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
EMPLOYEE STOCK OPTION	\$ 20.5209	12/14/2007		P	<u>191</u> ⁽¹⁾	<u>(2)</u> 07/24/2012	COMMON STOCK	4,020	
EMPLOYEE STOCK OPTION	\$ 19.5881	12/14/2007		P	<u>273</u> ⁽¹⁾	<u>(2)</u> 05/23/2013	COMMON STOCK	5,742	
EMPLOYEE STOCK OPTION	\$ 26.7379	12/14/2007		P	<u>275</u> ⁽¹⁾	<u>(2)</u> 05/27/2014	COMMON STOCK	5,774	
EMPLOYEE STOCK OPTION	\$ 25.9583	12/14/2007		P	<u>276</u> ⁽¹⁾	<u>(2)</u> 06/24/2015	COMMON STOCK	5,789	
EMPLOYEE STOCK OPTION	\$ 32.8798	12/14/2007		P	<u>86</u> ⁽¹⁾	<u>(2)</u> 06/23/2016	COMMON STOCK	1,810	
EMPLOYEE STOCK OPTION	\$ 32.8798	12/14/2007		P	<u>189</u> ⁽¹⁾	<u>(2)</u> 06/23/2016	COMMON STOCK	3,977	
EMPLOYEE STOCK	\$ 19.6453	12/14/2007		P	<u>95</u> ⁽¹⁾	<u>(2)</u> 05/13/2008	COMMON STOCK	1,987	

OPTION

EMPLOYEE STOCK OPTION	\$ 18.0491	12/14/2007	P	89 (1)	(2)	04/28/2009	COMMON STOCK	1,861
EMPLOYEE STOCK OPTION	\$ 17.0087	12/14/2007	P	129 (1)	(2)	06/28/2010	COMMON STOCK	2,716
EMPLOYEE STOCK OPTION	\$ 17.8025	12/14/2007	P	137 (1)	(2)	06/29/2011	COMMON STOCK	2,885
EMPLOYEE STOCK OPTION	\$ 29.0476	12/14/2007	P	275 (1)	(2)	06/22/2017	COMMON STOCK	5,775

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BLACK JIM D 975 EL CAMINO REAL SOUTH SAN FRANCISCO, CA 94080	X		President	

Signatures

JIM D. BLACK 12/18/2007

__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 NUMBER OF SHARES REFLECT THE STOCK DIVIDEND ON 12/14/2007

(2) THE OPTIONS BECOMES EXERCISABLE IN 5 EQUAL INSTALLMENTS AFTER ONE YEAR FROM GRANT DATE.

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

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