FNCB Bancorp, Inc. Form 4 March 17, 2017

## FORM 4

### **OMB APPROVAL**

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * BONE JAMES M JR | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>FNCB Bancorp, Inc. [FNCB] | 5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)                             |  |  |  |
|---|--|--|--|--|--|
| (Last) (First) (Middle)                                   | 3. Date of Earliest Transaction  | ( cools an approximately   |  |  |  |
| C/O FNCB, 102 E. DRINKER ST.                              | (Month/Day/Year)<br>03/15/2017   | Director 10% OwnerX_ Officer (give title Other (specify below)  EVP & CFO                            |  |  |  |
| (Street)  | 4. If Amendment, Date Original   | 6. Individual or Joint/Group Filing(Check  |  |  |  |
| DUNMORE, PA 18512   | Filed(Month/Day/Year)  | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |  |

| DUNMORE, PA 18512 |
|-------------------|
|-------------------|

| (City)                               | (State) (Z                              | Table Table   | I - Non-De                             | erivative S                                 | ecurit | ies Acqui   | red, Disposed of,  | or Beneficiall   | y Owned   |
|--------------------------------------|---|---|--|---|--------|-------------|--|--|---|
| 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transactic<br>Code<br>(Instr. 8) | 4. Securit<br>or(A) or Dis<br>(Instr. 3, 4) | sposed | of (D)      | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| COMMON<br>STOCK                      | 03/15/2017                              |   | <u>J(1)</u>                            | 72.818                                      | A      | \$<br>6.541 | 35,039.0452<br>(2)   | D  |   |
| COMMON<br>STOCK                      | 03/15/2017                              |   | J <u>(3)</u>                           | 0.292                                       | A      | \$<br>6.541 | 64.09 (4)  | I  | Adult child who lives with Mr. Bone                               |

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

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

| 1. Title of | f 2.         | 3. Transaction Date | 3A. Deemed         | 4.         | 5.         | 6. Date Exer | cisable and | 7. Titl | le and      | 8. Price of | 9. Nu  |
|-------------|--------------|---------------------|--------------------|------------|------------|--------------|-------------|---------|-------------|-------------|--------|
| Derivativ   | e Conversion | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D | ate         | Amou    | ınt of      | Derivative  | Deriv  |
| Security    | or Exercise  |                     | any                | Code       | of         | (Month/Day/  | /Year)      | Under   | rlying      | Security    | Secui  |
| (Instr. 3)  | Price of     |                     | (Month/Day/Year)   | (Instr. 8) | Derivativ  | e            |             | Secur   | ities       | (Instr. 5)  | Bene   |
|             | Derivative   |                     |                    |            | Securities | S            |             | (Instr. | . 3 and 4)  |             | Own    |
|             | Security     |                     |                    |            | Acquired   |              |             |         |             |             | Follo  |
|             |              |                     |                    |            | (A) or     |              |             |         |             |             | Repo   |
|             |              |                     |                    |            | Disposed   |              |             |         |             |             | Trans  |
|             |              |                     |                    |            | of (D)     |              |             |         |             |             | (Instr |
|             |              |                     |                    |            | (Instr. 3, |              |             |         |             |             |        |
|             |              |                     |                    |            | 4, and 5)  |              |             |         |             |             |        |
|             |              |                     |                    |            |            |              |             |         | A           |             |        |
|             |              |                     |                    |            |            |              |             |         | Amount      |             |        |
|             |              |                     |                    |            |            | Date         | Expiration  | T:41-   | or<br>Namel |             |        |
|             |              |                     |                    |            |            | Exercisable  | Date        |         | Number      |             |        |
|             |              |                     |                    | C-1- V     | (A) (D)    |              |             |         | of          |             |        |
|             |              |                     |                    | Code v     | (A) (D)    |              |             |         | Shares      |             |        |

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Officer Director 10% Owner 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

03/17/2017

\*\*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).
- Mr. Bone is a participant in FNCB Bancorp, Inc.'s Dividend Reinvestment and Stock Purchase Plan ("DRP"). These transactions are the **(1)** result of his participation in the DRP for March 2017.
- This amount includes 41.0830 shares acquired individually by Mr. Bone pursuant to the DRP; 10.177 shares acquired jointly with Mr. Bone's spouse; 21.558 shares acquired jointly with Mr. Bone's father and siblings; 19,090 shares of time-based restricted common stock solely owned by Mr. Bone; 2,219.0181 shares owned jointly with Mr. Bone's spouse; 4,700.990 shares co-owned with Mr. Bone's father and siblings; and 8,956.2191 shares owned solely by Mr. Bone.
- Mr. Bone's adult daughter is a participant in FNCB Bancorp's Dividend Reinvestment and Stock Purchase Plan ("DRP"). These (3)transactions are the result of her participation in the DRP in 2017.
- (4) This amount includes 0.292 shares acquired by Mr. Bone's adult daughter as a participant in the DRP in 2017.

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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