FNCB Bancorp, Inc. Form 4 March 17, 2017

# FORM 4

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

OMB 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Number: January 31, Expires: 2005

**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations

**SECURITIES** 

Estimated average burden hours per 0.5 response...

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 * DeNaples Louis A Jr			Issuer Name <b>and</b> Ticker or Trading  Symbol	5. Relationship of Reporting Person(s) to Issuer			
			FNCB Bancorp, Inc. [FNCB]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
C/O FNCB,	102 E. DRII	NKER ST	(Month/Day/Year) 03/15/2017	_X_ Director 10% Owner Officer (give title below) Other (specify below)			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person			
DUNMORE	, PA 18512			Form filed by More than One Reporting Person			

DUNMORE, PA 185	12
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(City)	(State) (Z	<sup>Zip)</sup> Table	I - Non-Do	erivative Sec	curitie	es Acquir	ed, Disposed of,	or Beneficiall	y 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. Securitie our Disposed (Instr. 3, 4 a	d of (E	<b>)</b> )	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMON STOCK	03/15/2017		Code V <u>J(1)</u>	Amount 340.199	or (D)	Price \$ 6.541	Transaction(s) (Instr. 3 and 4) 74,514.785 (2)	(Instr. 4)	
COMMON STOCK	03/15/2017		J <u>(1)</u>	5.923	A	\$ 6.541	1,297.122 (3)	I	By self as UTMA custodian for a minor nephew
COMMON STOCK	03/15/2017		<u>J(1)</u>	126.271	A	\$ 6.541	27,658.111 (4)	I	By self as UTMA custodian for

children

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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. Transac Code (Instr. 8	5. etionNumbo of S Deriva Securi Acquii (A) or Dispos of (D) (Instr. 4, and	(Month/Day tive ties red	Date	7. Title and Amount of Underlying Securities (Instr. 3 and	f g	8. Price of Derivative Security (Instr. 5)
				Code	V (A) (	Date Exercisable D)	Expiration Date	or	ount mber res	

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
DeNaples Louis A Jr C/O FNCB 102 E. DRINKER ST DUNMORE, PA 18512	X						

## **Signatures**

/s/ James M. Bone, Jr. 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).
- (1) Dr. DeNaples 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 2017.
- (2) This amount includes 340.199 shares acquired individually by Dr. DeNaples through the DRP in 2017.
- (3) This amount includes 5.923 shares acquired by Dr. DeNaples as custodian for a minor nephew through the DRP in 2017.

Reporting Owners 2

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(4) This amount includes 126.271 shares acquired by Dr. DeNaples as custodian for his five (5) children through 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.