

Edgar Filing: Mahlstedt Brian C. - Form 4

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
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mahlstedt Brian C. C/O FNCB 102 E. DRINKER ST. DUNMORE, PA 18512			CHIEF LENDING OFFICER	

Signatures

/s/ James M. Bone, Jr., as Attorney
in Fact 09/21/2018

__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. Mahlstedt 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 during September 2018.

This amount includes 68.896 shares acquired jointly with his spouse pursuant to the DRP. Therefore Mr. Mahlstedt owns 11,478 shares of time-based restricted common stock solely owned by Mr. Mahlstedt; 1,351.2250 shares held solely by Mr. Mahlstedt; and 18,214.4040 shares owned jointly with his spouse.
 - (2) Total shares have been adjusted due to the conversion of the FNCB Bancorp, Inc.'s transfer agent and LTIP administrator. Fractional shares held in Mr. Mahlstedt's LTIP were rounded down to the nearest whole share when transferred to the new transfer agent.
 - (3) The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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.