

DENAPLES LOUIS A
Form 4
September 28, 2017

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 *
DENAPLES LOUIS A

2. Issuer Name and Ticker or Trading Symbol
FNCB Bancorp, Inc. [FNCB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O FNCB, 102 E. DRINKER ST.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/27/2017

Director 10% Owner
 Officer (give title below) Other (specify below)

DUNMORE, PA 18512

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Ownership (Instr. 4)
			Code	V	Amount	Price	
COMMON STOCK	09/27/2017		J ⁽¹⁾		6,602.208	A \$ 7.7932	1,726,735.683 ⁽²⁾ D
COMMON STOCK	09/27/2017		J ⁽³⁾		55.108	A \$ 7.7932	15,211.098 ⁽⁴⁾ I By Spouse
COMMON STOCK							2,439 ⁽⁵⁾ I By DeNaples Equipment Company

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

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SEC 1474 (9-02)

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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 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. Number of Derivative Securities Owned Beneficially (Instr. 5)
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Reporting Owners

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

Signatures

/s/ James M. Bone, Jr. as Attorney in Fact
 Date: 09/28/2017
 **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. 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 during September 2017.
 This amount includes 6,602.208 shares acquired by Mr. DeNaples individually through the DRP; and 19,389 shares acquired jointly with his spouse through the DRP. Therefore, Mr. DeNaples holds 1,721,679.716 shares individually and 5,055.967 shares jointly with his spouse.
- (3) Mr. DeNaples spouse is a participant in FNCB Bancorp, Inc.'s Dividend Reinvestment and Stock Purchase Plan ("DRP"). These transactions are the result of her participation in the DRP during September 2017.
- (4) This amount includes 55.108 shares acquired individually by Mr. DeNaples' spouse through the DRP during September 2017. Therefore Mr. DeNaples' spouse holds 15,211.098 shares individually.
- (5) Comprises 2,439 shares held by a business in which Mr. DeNaples is a 33.33% owner with his brother, Dominick DeNaples.

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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