

FNCB Bancorp, Inc.  
Form 5  
February 14, 2017

# FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer	
Champi Gerard A			FNCB Bancorp, Inc. [FNCB]		(Check all applicable)	
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
C/O FNCB, 102 E. DRINKER ST.			12/31/2016		PRESIDENT & CEO	
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)		6. Individual or Joint/Group Reporting (check applicable line)	
DUNMORE, PA 18512					<input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person	
(City)	(State)	(Zip)				

**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)	Amount (A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
COMMON STOCK	12/15/2016		J <sup>(1)</sup>		42.6581	A \$ 5.929	33,218.68 <sup>(3)</sup>	D	
COMMON STOCK	12/15/2016		J <sup>(1)</sup>		9.66	A \$ 6.05	33,176.0219	D	
COMMON STOCK	12/15/2016		J <sup>(1)</sup>		14.567	A \$ 6.05	33,166.3619	D	
COMMON STOCK	09/15/2016		J <sup>(1)</sup>		34.408	A \$ 4.8804	33,151.7949	D	
	09/15/2016		J <sup>(1)</sup>		7.793	A \$ 4.98	33,117.3869	D	

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COMMON STOCK										
COMMO STOCK	09/15/2016	Â	J <sup>(1)</sup>	11.749	A	\$ 4.98	33,109.5939	D	Â	
COMMON STOCK	06/15/2016	Â	J <sup>(1)</sup>	29.2389	A	\$ 5.7232	33,097.8449	D	Â	
COMMON STOCK	06/15/2016	Â	J <sup>(1)</sup>	6.622	A	\$ 5.84	33,068.606	D	Â	
COMMON STOCK	06/15/2016	Â	J <sup>(1)</sup>	9.984	A	\$ 5.84	33,061.984	D	Â	
COMMON STOCK	12/15/2016	Â	J <sup>(1)</sup>	8.845	A	\$ 6.05	1,757.585	I <sup>(2)</sup>		By self as custodian for children
COMMON STOCK	09/15/2016	Â	J <sup>(1)</sup>	7.14	A	\$ 4.98	1,748.74	I		By self as custodian for children
COMMON STOCK	06/15/2016	Â	J <sup>(1)</sup>	6.065	A	\$ 5.84	1,741.6	I		By self as custodian for children

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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**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. of D Se B O E Is Fi (I
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares		

