

CLINE THOMAS L
Form 4
March 15, 2011

FORM 4

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

OMB APPROVAL

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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 *
CLINE THOMAS L

(Last) (First) (Middle)

3438 LONG MEADOW DR

(Street)

TIMBERVILLE, VA 22853

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
F&M BANK CORP [fmbm.ob]

3. Date of Earliest Transaction
(Month/Day/Year)
03/11/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chairman of the Board

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 Indirect Beneficial Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---------------------|---|--------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 03/11/2011 | | X | | 3,070 | A | \$ 13.25 | 12,375.9021 (1) (2) | D | |
| Common Stock | 03/11/2011 | | X | | 60 | A | \$ 13.25 | 244.2483 (3) | I | By Roth IRA |
| Common Stock | 03/11/2011 | | X | | 178 | A | \$ 13.25 | 719.9068 (4) | I | By Traditional IRA |
| Common Stock | 03/11/2011 | | X | | 60 | A | \$ 13.25 | 242.0797 (5) | I | By Wife's Roth IRA |
| Common Stock | 03/11/2011 | | X | | 58 | A | \$ 13.25 | 234.2378 (6) | I | By Wife |

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

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(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. 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Subscription Rights (right to buy) | \$ 13.25 | 03/11/2011 | | X | 3,070 | 01/19/2011 03/11/2011 | Common Stock | 3,070 |
| Subscription Rights (right to buy) | \$ 13.25 | 03/11/2011 | | X | 60 | 01/19/2011 03/11/2011 | Common Stock | 60 |
| Subscription Rights (right to buy) | \$ 13.25 | 03/11/2011 | | X | 178 | 01/19/2011 03/11/2011 | Common Stock | 178 |
| Subscription Rights (right to buy) | \$ 13.25 | 03/11/2011 | | X | 60 | 01/19/2011 03/11/2011 | Common Stock | 60 |
| Subscription Rights (right to buy) | \$ 13.25 | 03/11/2011 | | X | 58 | 01/19/2011 03/11/2011 | Common Stock | 58 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| CLINE THOMAS L 3438 LONG MEADOW DR TIMBERVILLE, VA 22853 | X | | Chairman of the Board | |

Signatures

Sylvia T. Bowman Attorney in Fact for Thomas L.
Cline

03/15/2011

__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) Includes 421.9579 shares Mr. Cline received in the F & M Bank Corp. Dividend Reinvestment Plan.
- (2) 6,902.5374 shares are owned jointly with spouse.
- (3) Includes 7.4004 shares Mr. Cline received in the F&M Bank Corp. Dividend Reinvestment Plan.
- (4) Includes 21.7658 shares Mr. Cline received in the F & M Bank Corp. Dividend Reinvestment Plan.
- (5) Includes 7.3129 shares Mrs Cline received in the F & M Bank Corp. Dividend Reinvestment Plan.
- (6) Includes 8.2378 shares Mrs. Cline received in the F & M Bank Corp. Dividend Reinvestment Plan.

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.