

FNCB Bancorp, Inc.
Form 3
March 28, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Â Gronski Dawn D
(Last) (First) (Middle)

C/O FNCB BANK,Â 102 E.
DRINKER ST.

(Street)

DUNMORE,Â PAÂ 18512

(City) (State) (Zip)

1. Title of Security
(Instr. 4)

COMMON STOCK

2. Date of Event Requiring Statement

(Month/Day/Year)
03/20/2017

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
HUMAN RESOURCES
OFFICER

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

6. Individual or Joint/Group Filing(Check Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
COMMON STOCK	2,996.635 ⁽¹⁾	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gronski Dawn D C/O FNCB BANK 102 E. DRINKER ST. DUNMORE, PA 18512	Â	Â	Â HUMAN RESOURCES OFFICER	Â

Signatures

/s/ Stephanie A. Westington, as attorney in fact	03/28/2017
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__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) This amount includes 333 shares of time based restricted common stock which vest 5/15/2017 and 5/15/2018; 625 shares of time based restricted common stock which vest in three equal installments beginning 5/15/2017, 5/15/2018, and 5/15/2019; 1,171 shares of time based restricted common stock which vest in five equal installments beginning 5/15/2018, 5/15/2019, 5/15/2020, 5/15/2021, and 5/15/2022; and 867.635 shares owned solely by Ms. Gronski.

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.