QUAINT OAK BANCORP INC

Form 4

February 23, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

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Form 5 obligations may continue. See Instruction

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(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * **CLARKE JAMES J**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

QUAINT OAK BANCORP INC [QNTO]

(Check all applicable)

C/O QUAINT OAK BANCORP,

(Street)

(State)

(First)

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

02/23/2015

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

INC., 501 KNOWLES AVENUE

(Middle)

(Zip)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

SOUTHAMPTON, PA 18966

	Table 1 Non Berryaarte Securities required, Disposed of, or Benericany Switch							
		3.				5. Amount of	6. Ownership	
(Month/Day/Year)	Execution Date, if	Transaction	on(A) or D	ispose	d of (D)	Securities	Form: Direct	Indirect
	any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial
	(Month/Day/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership
						Following	(Instr. 4)	(Instr. 4)
						Reported		
				(A)		*		
				or		` '		
		Code V	Amount	(D)	Price	(Institution and I)		
02/23/2015		Р	553	Α	\$	15.930 (1)	D	
		_			19.75			
02/23/2015		P	447	A	\$ 20	16,377 <u>(1)</u>	D	
	(Month/Day/Year) 02/23/2015	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)	2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) Code V 02/23/2015 P	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Code (Instr. 3, (Instr. 8)) Code V Amount P 553	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (A) or Code V Amount (D) 02/23/2015 P 553 A	2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Month/Day/Year) 2. Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price P 553 A 19.75	2. Transaction Date (Month/Day/Year) 2A. Deemed (Securities Acquired (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (A)	2. Transaction Date (Month/Day/Year) 2A. Deemed (Month/Day/Year) (Month/Day/Year

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

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

De

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. Transactic Code (Instr. 8)	5. onNumber 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)		
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 16.2					(2)	05/08/2023	Common Stock	3,000	
Stock Option (Right to Buy)	\$ 10					05/14/2013(3)	05/14/2018	Common Stock	6,943	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
CLARKE JAMES J C/O QUAINT OAK BANCORP, INC. 501 KNOWLES AVENUE SOUTHAMPTON, PA 18966	X					

Signatures

/s/John J. Augustine by P.O.A. for James J. O2/23/2015

**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 800 shares which reflect the unvested portion of a grant amount originally covering 1,000 shares under the 2013 Stock Incentive Plan that are vesting ratably over five years at 20% per year commencing on May 8, 2014.
- (2) The options are vesting at a rate of 20% per year in five equal annual installments beginning on May 8, 2014.
- (3) The options vested at a rate of 20% per year in five equal annual installments beginning on May 14, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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