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QUAINT OAK BANCORP INC Form 4 November 30, 2015 **OMB APPROVAL** FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PHILLIPS ROBERT J Issuer Symbol QUAINT OAK BANCORP INC (Check all applicable) [QNTO] (Last) (First) (Middle) 3. Date of Earliest Transaction X_ Director 10% Owner Other (specify Officer (give title (Month/Day/Year) below) below) C/O QUAINT OAK BANCORP, 11/17/2015 **INC., 607 LAKESIDE DRIVE** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting SOUTHAMPTON, PA 18966 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed 5. Amount of 6. Ownership 7. Nature of 1.Title of 3. 4. Securities Acquired Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) 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) Transaction(s) or (Instr. 3 and 4) Price Code V Amount (D) Common 11/17/2015 \$5 40,120 (1) (2) M 2,374Α D Stock Common 11/17/2015 S 874 D \$12 39,246 (1) (2) D Stock Common \$ 11.96 11/17/2015 S 1,500 D 37,746 (1) (2) D Stock Common 1,256 (1) Ι By IRA Stock Common 660 <u>(1)</u> I By Spouse Stock

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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)

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. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 5 <u>(3)</u>	11/17/2015		М	2,374	05/14/2013(4)	05/14/2018	Common Stock	39,284 (3)
Stock Option (Right to Buy)	\$ 8.1 (<u>3</u>)					<u>(5)</u>	05/08/2023	Common Stock	10,000 (<u>3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PHILLIPS ROBERT J C/O QUAINT OAK BANCORP, INC. 607 LAKESIDE DRIVE SOUTHAMPTON, PA 18966	Х					
Signatures						
Diane J. Colyer by P.O.A. for Robert J. Phillips		11/30/20	015			
**Signature of Reporting Person		Date				
Explanation of Respon	ses:					

* 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)

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On September 8, 2015, the Issuer effected a 2-for-1 stock split. The number of shares reported throughout this Form 4 have been adjusted to reflect the stock split.

Includes 1,800 shares granted pursuant to the 2013 Stock Incentive Plan which reflect the unvested portion of a grant amount originally
(2) covering 3,000 shares (adjusted to reflect the stock split) that commenced vesting at a rate of 20% per year on May 8, 2014 and 18,084 shares held jointly with the reporting person's spouse.

- (3) In accordance with the terms of the stock option plan and stock incentive plan the exercise price of the options and number of shares subject to the option have been adjusted to reflect the stock split.
- (4) The options vested 20% per year in five equal annual installments beginning on May 14, 2009.
- (5) The options are vesting ratably over five years at 20% per year commencing on May 8, 2014.

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.