

QUAINT OAK BANCORP INC
Form 4/A
March 11, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 *
PHILLIPS ROBERT J

2. Issuer Name and Ticker or Trading Symbol
QUAINT OAK BANCORP INC
[QNTQ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/17/2015

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

C/O QUAINT OAK BANCORP, INC., 501 KNOWLES AVENUE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)
11/30/2015

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

SOUTHAMPTON, PA 18966

(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)	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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	11/17/2015		M	2,374	A \$ 5	40,120 ⁽¹⁾ ⁽²⁾	D
Common Stock	11/17/2015		S	874	D \$ 12	39,246 ⁽¹⁾ ⁽²⁾	D
Common Stock	11/17/2015		S	1,500	D \$ 11.96	37,746 ⁽¹⁾ ⁽²⁾	D
Common Stock						1,256 ⁽¹⁾	I By IRA
Common Stock						660 ⁽¹⁾	I By Spouse

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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 (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)	\$ 5 ⁽³⁾	11/17/2015		M	2,374	05/14/2013 ⁽⁴⁾ 05/14/2018	Common Stock 39,284 ⁽³⁾
Stock Option (Right to Buy)	\$ 8.1 ⁽³⁾					⁽⁵⁾ 05/08/2023	Common Stock 10,000 ⁽³⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PHILLIPS ROBERT J C/O QUAIN T OAK BANCORP, INC. 501 KNOWLES AVENUE SOUTHAMPTON, PA 18966	X			

Signatures

/s/Diane J. Colyer by P.O.A. for Robert J. Phillips 03/11/2016

 **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)

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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.

- (2) Includes 1,800 shares granted pursuant to the 2013 Stock Incentive Plan which reflect the unvested portion of a grant amount originally 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 35,346 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.

Remarks:

On November 30, 2015, the reporting person filed a Form 4 reporting 18,084 shares beneficially owned jointly with the report

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

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