

QUAINT OAK BANCORP INC
Form 4
January 20, 2017

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 *
STRONG ROBERT T

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

3. Date of Earliest Transaction (Month/Day/Year)
01/18/2017

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

(Street)
SOUTHAMPTON, PA 18966

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

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

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 01/18/2017 | | M | 5,000 | A \$ 5 | 101,772 ⁽¹⁾ | D |
| Common Stock | 01/18/2017 | | S ⁽²⁾ | 2,000 | D \$ 12.25 | 99,772 ⁽¹⁾ | D |
| Common Stock | | | | | | 5,039.85 ⁽³⁾ | I By 401(k) Plan |
| Common Stock | | | | | | 29,413.8433 | I By ESOP |
| Common Stock | | | | | | 22,242 | I By IRA |

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (Right to Buy) | \$ 5 | 01/18/2017 | | M | 5,000 | 05/14/2013 ⁽⁴⁾ 05/14/2018 | Common Stock | 5,000 |
| Employee Stock Option (Right to Buy) | \$ 8.1 | | | | | ⁽⁵⁾ 05/08/2023 | Common Stock | 30,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| STRONG ROBERT T C/O QUAINT OAK BANCORP, INC. 501 KNOWLES AVENUE SOUTHAMPTON, PA 18966 | X | | President and CEO | |

Signatures

/s/Robert T. Strong
01/19/2017
Date

**Signature of Reporting Person

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 4,000 shares granted pursuant to the 2013 Stock Incentive Plan that represent the unvested portion of a grant amount originally covering 10,000 shares (adjusted to reflect the 2-for-1 stock split) that are vesting ratably over five years at 20% per year commencing on May 8, 2014 and 95,772 shares held jointly with the reporting person's spouse.

(2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 12, 2016.

(3) Includes shares acquired in the reporting person's 401(k) Plan account since the last filed Form 4. Based on a report dated January 18, 2017.

(4) The options vested at a rate of 20% per year 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.

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