QUAINT OAK BANCORP INC

Form 4

February 22, 2017

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

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OMB APPROVAL

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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 * **CLARKE JAMES J**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

QUAINT OAK BANCORP INC

(Check all applicable)

[QNTO]

02/21/2017

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

_X__ Director Officer (give title below)

10% Owner Other (specify

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

> (Street) 4. 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

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

SOUTHAMPTON, PA 18966

(State)

(Zip)

(City)

| | | 1401 | ione 1 Tron Berryadiye Securities required, Disposed 61, 61 Beneficiany 6 whea | | | | | | |
|------------|---------------------|--------------------|--|--------------------------------|--------|----------------|-------------------|--------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securi | ties A | cquired | 5. Amount of | 6. Ownership | 7. Nature of |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | nsaction(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) |
| | | | | | (4) | | Reported | | |
| | | | | | (A) | | Transaction(s) | | |
| | | | ~ | | or | ~ . | (Instr. 3 and 4) | | |
| | | | Code V | Amount | (D) | Price | · · | | |
| Common | 02/21/2017 | | P | 400 | ٨ | \$ | 41.254(1) | D | |
| Stock | 02/21/2017 | | r | 400 | A | 12.35 | 41,254 <u>(1)</u> | D | |
| | | | | | | | | | |
| Common | 00/01/0017 | | D | 100 | | 0.10. 2 | 41.254(1) | Ъ | |
| Stock | 02/21/2017 | | P | 100 | A | \$ 12.3 | 41,354 <u>(1)</u> | D | |
| Stock | | | | | | | | | |

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)

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| 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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | 7. Title and A Underlying S (Instr. 3 and | Securities | 8 I S () |
|---|---|--------------------------------------|---|---|---|------------------|--------------------|---|--|-------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Option (Right to Buy) | \$ 5 | | | | | 05/14/2013(2) | 05/14/2018 | Common Stock | 6,886 | |
| Stock Option (Right to Buy) | \$ 8.1 | | | | | (3) | 05/08/2023 | Common Stock | 6,000 | |

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/Diane J. Colyer by P.O.A. for James J.
Clarke 02/22/2017

**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).
- Includes 800 shares granted pursuant to the 2013 Stock Incentive Plan which reflect the unvested portion of a grant amount originally covering 2,000 shares (adjusted to reflect the September 8, 2015, 2-for-1 stock split) that are vesting ratably over five years at 20% per year commencing on May 8, 2014.

Date

(2) The options vested at a rate of 20% per year in five equal annual installments beginning on May 14, 2009.

Reporting Owners 2

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(3) The options are vesting at a rate of 20% per year in five equal annual installments beginning 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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