

Westwood Dale A
Form 4
January 09, 2019

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 *
Westwood Dale A

2. Issuer Name and Ticker or Trading Symbol
QNB CORP [QNBC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/08/2019

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

P.O. BOX 9005

EVP/Chief Retail Officer

(Street)

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

QUAKERTOWN, PA 18951

(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)
			Code	V Amount (A) or (D) Price			
Common Stock	04/02/2018		P(1)	V 17.0868 A \$ 42.42	4,157.1475	D	
Common Stock	05/31/2018		P(2)	V 41 A \$ 39.6	4,198.1475	D	
Common Stock	06/29/2018		P(1)	V 13.5124 A \$ 44.36	4,211.6599	D	
Common Stock	09/28/2018		P(1)	V 13.7243 A \$ 43.99	4,225.3841	D	
Common Stock	11/30/2018		P(2)	V 41 A \$ 39.47	4,266.3841	D	

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Common Stock	12/28/2018	P ⁽¹⁾	V	16,2246	A	\$ 38.29	4,282.6087	D
Common Stock	01/08/2019	M		2,875	A	\$ 25.16	7,157.6087	D
Common Stock	01/08/2019	F		1,971	D	\$ 36.7	5,186.6087	D

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. 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)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock (Right to Buy)	\$ 25.16	01/08/2019		M	2,875	01/28/2017 01/28/2019	Common Stock	2,875	
Common Stock (Right to Buy)	\$ 29.25					01/29/2018 01/29/2020	Common Stock	3,150	
Common Stock (Right to Buy)	\$ 30.4					02/15/2019 02/15/2021	Common Stock	3,500	
Common Stock (Right to Buy)	\$ 37.6					02/15/2020 02/15/2022	Common Stock	3,400	
Common Stock (Right to Buy)	\$ 43.6					02/20/2021 02/20/2023	Common Stock	3,375	

Buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Westwood Dale A P.O. BOX 9005 QUAKERTOWN, PA 18951			EVP/Chief Retail Officer	

Signatures

Dale A
Westwood

01/09/2019

**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) Dividend Reinvestment Plan Acquisition
- (2) Employee Stock Purchase Plan Acquisition

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.