

JACKSON D J BENJAMIN
 Form 4
 June 19, 2012

FORM 4

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

OMB APPROVAL

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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 *
 JACKSON D J BENJAMIN

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 126 W CONCORD DR
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/03/2003

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr. Exec. Vice President

LEBANON, OH 45036

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 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)	Code V Amount (D) Price		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 13.09	02/03/2003	A	2,380					02/03/2004 ⁽¹⁾	02/03/2013	LCNB Corp. Common Stock	2,380
Employee Stock Option (right to buy)	\$ 17.66	01/26/2004	A	1,552					01/26/2005 ⁽²⁾	01/26/2014	LCNB Corp. Common Stock	1,552
Employee Stock Option (right to buy)	\$ 18.95	01/30/2006	A	1,534					01/30/2007 ⁽³⁾	01/30/2016	LCNB Corp. Common Stock	1,534
Employee Stock Option (right to buy)	\$ 17.88	02/05/2007	A	1,554					02/05/2008 ⁽⁴⁾	02/05/2017	LCNB Corp. Common Stock	1,554
Employee Stock Option (right to buy)	\$ 12.55	02/19/2008	A	2,660					02/19/2009 ⁽⁵⁾	02/19/2018	LCNB Corp. Common Stock	2,660
Employee Stock Option (right to buy)	\$ 9	01/26/2009	A	3,750					01/26/2010 ⁽⁶⁾	01/26/2019	LCNB Corp. Common Stock	3,750
Employee Stock Option (right to buy)	\$ 11.5	02/22/2010	A	2,880					02/22/2011 ⁽⁷⁾	02/22/2020	LCNB Corp. Common Stock	2,880
Employee Stock	\$ 11.85	02/02/2011	A	3,042					02/02/2012 ⁽⁸⁾	02/02/2021	LCNB Corp.	3,042

