

LCNB CORP  
Form 4  
July 26, 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 \*  
**WILSON STEPHEN P**

(Last) (First) (Middle)  
4905 WATER STONE LN  
(Street)

MAINEVILLE, OH 45039

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
07/22/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

**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		
LCNB Corp. Common Stock	07/22/2016		M	2,644	A \$ 17.88	92,653	D
LCNB Corp. Common Stock	07/22/2016		M	4,475	A \$ 12.55	92,653	D
LCNB Corp. Common Stock	07/22/2016		M	6,111	A \$ 9	92,653	D

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LCNB Corp. Common Stock	07/22/2016	M	4,729	A	\$ 11.5	92,653	D
LCNB Corp. Common Stock	07/22/2016	M	5,831	A	\$ 11.85	92,653	D
LCNB Corp. Common Stock	07/22/2016	M	3,770	A	\$ 12.6	92,653	D
LCNB Corp. Common Stock	07/22/2016	S	2,644	D	\$ 17.22	75,164	D
LCNB Corp. Common Stock	07/22/2016	S	4,475	D	\$ 17.22	75,164	D
LCNB Corp. Common Stock	07/22/2016	S	5,831	D	\$ 17.22	75,164	D
LCNB Corp. Common Stock	07/22/2016	S	3,770	D	\$ 17.22	75,164	D
LCNB Corp. Common Stock	07/22/2016	S	769	D	\$ 17.22	75,164	D
LCNB Corp. Common Stock	07/25/2016	S	6,111	D	\$ 16.93	65,093	D
LCNB Corp. Common Stock	07/25/2016	S	3,960	D	\$ 16.93	65,093	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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 17.88	07/22/2016		M	2,644	02/05/2008 02/05/2017	Common Stock 2,644
Employee Stock Option (right to buy)	\$ 12.55	07/22/2016		M	4,475	02/19/2009 02/19/2018	Common Stock 4,475
Employee Stock Option (right to buy)	\$ 9	07/22/2016		M	6,111	01/26/2010 01/26/2019	Common Stock 6,111
Employee Stock Option (right to buy)	\$ 11.5	07/22/2016		M	4,729	02/22/2011 02/22/2020	Common Stock 4,729
Employee Stock Option (right to buy)	\$ 11.85	07/22/2016		M	5,831	02/02/2012 02/02/2021	Common Stock 5,831
Employee Stock Option (right to buy)	\$ 12.6	07/22/2016		M	3,770	02/12/2013 02/13/2022	Common Stock 3,770

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON STEPHEN P 4905 WATER STONE LN MAINEVILLE, OH 45039	X			Chairman

## Signatures

Stephen P. Wilson by Robert C. Haines II,  
POA 07/26/2016

\_\_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).

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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