

WATSON EDWARD J

Form 4

January 05, 2011

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WATSON EDWARD J

(Last) (First) (Middle)

**C/O FNB BANCORP, 975 EL
CAMINO REAL**

(Street)

**SOUTH SAN
FRANCISCO, CA 94080**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
FNB BANCORP/CA/ [fnbg.ob]

3. Date of Earliest Transaction
(Month/Day/Year)
12/20/2010

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)

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 Indirect Beneficial Ownership (Instr. 4)
COMMON STOCK	12/20/2010		P	91.5 ⁽¹⁾ A	\$ 8.5 1,922.55	D	
COMMON STOCK	12/20/2010		P	516.25 ⁽¹⁾ A	\$ 8.5 10,841.25	I	IRA

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

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information contained in this form are not
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SEC 1474
(9-02)

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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 Am Num Sha
EMPLOYEE STOCK OPTIONS	\$ 15.38	12/20/2010		P	18.2 (1)	06/29/2001 06/29/2011	COMMON STOCK 3
EMPLOYEE STOCK OPTION	\$ 17.73	12/20/2010		P	18.45 (1)	07/24/2002 07/24/2012	COMMON STOCK 38
EMPLOYEE STOCK OPTIONS	\$ 16.92	12/20/2010		P	21.1 (1)	05/23/2003 05/23/2013	COMMON STOCK 4
EMPLOYEE STOCK OPTIONS	\$ 23.1	12/20/2010		P	21.8 (1)	05/27/2004 05/27/2014	COMMON STOCK 4
EMPLOYEE STOCK OPTIONS	\$ 22.42	12/20/2010		P	22.3 (1)	06/24/2005 06/24/2015	COMMON STOCK 4
EMPLOYEE STOCK OPTIONS	\$ 28.4	12/20/2010		P	30.4 (1)	06/23/2006 06/23/2016	COMMON STOCK 6
EMPLOYEE STOCK OPTIONS	\$ 25.09	12/20/2010		P	57.9 (1)	06/22/2007 06/22/2017	COMMON STOCK 1,
EMPLOYEE STOCK OPTIONS	\$ 10.67	12/20/2010		P	55.15 (1)	09/26/2008 09/26/2018	COMMON STOCK 1,
EMPLOYEE STOCK OPTIONS	\$ 7.1	12/20/2010		P	50 (1)	12/18/2009 12/18/2019	COMMON STOCK 1

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

WATSON EDWARD J
C/O FNB BANCORP
975 EL CAMINO REAL
SOUTH SAN FRANCISCO, CA 94080

X

Signatures

EDWARD J
WATSON

01/05/2011

__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) THE SHARES REFLECT THE 5% STOCK DIVIDEND.

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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