

WILSON STEPHEN P

Form 4

June 18, 2012

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 *
WILSON STEPHEN P

(Last) (First) (Middle)

248 SYCAMORE LANE, UNIT
#113

(Street)

SOUTH LEBANON, OH 45065

(City) (State) (Zip)

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

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

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/CEO

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)
			Code	V	Amount	(D)	Price

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

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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)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 13.09	02/03/2003	A	4,280		02/03/2004 ⁽¹⁾	02/03/2013	LCNB Corp. Common Stock	4,280
Employee Stock Option (right to buy)	\$ 17.66	01/26/2004	A	2,820		01/26/2005 ⁽²⁾	01/26/2014	LCNB Corp. Common Stock	2,820
Employee Stock Option (right to buy)	\$ 18.95	01/30/2006	A	2,650		01/30/2007 ⁽³⁾	01/30/2016	LCNB Corp. Common Stock	2,650
Employee Stock Option (right to buy)	\$ 17.88	02/05/2007	A	2,644		02/05/2008 ⁽⁴⁾	02/05/2017	LCNB Corp. Common Stock	2,644
Employee Stock Option (right to buy)	\$ 12.55	02/19/2008	A	4,475		02/19/2009 ⁽⁵⁾	02/19/2018	LCNB Corp. Common Stock	4,475
Employee Stock Option (right to buy)	\$ 9	01/26/2009	A	6,111		01/26/2010 ⁽⁶⁾	01/26/2019	LCNB Corp. Common Stock	6,111
Employee Stock Option (right to buy)	\$ 11.5	02/22/2010	A	4,729		02/22/2011 ⁽⁷⁾	02/22/2020	LCNB Corp. Common Stock	4,729
Employee Stock	\$ 11.85	02/02/2011	A	5,831		02/02/2012 ⁽⁸⁾	02/02/2021	LCNB Corp.	5,831

Option
(right to
buy)

Common
Stock

Employee
Stock

LCNB
Corp.
Common
Stock

Option \$ 12.6 02/13/2012 A 3,770 02/13/2013⁽⁹⁾ 02/13/2022

3,770

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON STEPHEN P 248 SYCAMORE LANE UNIT #113 SOUTH LEBANON, OH 45065	X		Chairman/CEO	

Signatures

Stephen P. Wilson by Robert C. Haines II,
POA 06/18/2012

__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 option vests in five equal installments beginning on 2/3/2004
- (2) The option vests in five equal installments beginning on 1/26/2005
- (3) The option vests in five equal installments beginning on 1/30/2007
- (4) The option vests in five equal installments beginning on 2/5/2008
- (5) The option vests in five equal installments beginning on 2/19/2009
- (6) The option vests in five equal installments beginning on 1/26/2010
- (7) The option vests in five equal installments beginning on 2/22/2011
- (8) The option vests in five equal installments beginning on 2/2/2012
- (9) The option vests in five equal installments beginning on 2/13/2013

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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