

Curtis David A
 Form 4
 December 29, 2011

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 *
 Curtis David A

(Last) (First) (Middle)
 975 EL CAMINO REAL 3RD FLOOR
 (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)
 12/27/2011

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)
 SVP/CFO

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 or (D) Price		
COMMON STOCK	12/27/2011		P		12.1 (1) \$ 12.15	254.1	D
COMMON STOCK	12/27/2011		P		25.5 (1) \$ 12.15	535.5	I THE CURTIS FAMILY TRUST
COMMON STOCK	12/27/2011		P		175 \$ 10.1604	175	I THE CURTIS FAMILY TRUST

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

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(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 (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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
EMPLOYEE STOCK OPTIONS	\$ 23.09	12/27/2011		P	121.55 <u>(1)</u>	06/22/2007 ⁽²⁾	06/22/2017	COMMON STOCK
EMPLOYEE STOCK OPTIONS	\$ 10.67	12/27/2011		P	173.65 <u>(1)</u>	09/26/2008 ⁽²⁾	09/26/2018	COMMON STOCK
EMPLOYEE STOCK OPTIONS	\$ 7.1	12/27/2011		P	190 <u>(1)</u>	12/18/2009 ⁽²⁾	12/18/2019	COMMON STOCK
EMPLOYEE STOCK OPTIONS	\$ 13.7	12/27/2011		P	150 <u>(1)</u>	03/25/2011 ⁽²⁾	03/25/2021	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Curtis David A 975 EL CAMINO REAL 3RD FLOOR SOUTH SAN FRANCISCO, CA 94080			SVP/CFO	

Signatures

DAVID A
CURTIS

12/29/2011

**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 5% STOCK DIVIDEND

(2) THE OPTIONS BECOMES EXERCISABLE IN 5 EQUAL INSTALLMENTS AFTER ONE YEAR FROM GRANT DATE

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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