#### CNB FINANCIAL CORP/PA

Form 5

January 07, 2014

## FORM 5

#### **OMB APPROVAL**

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

**OMB** 3235-0362 Number: January 31,

1.0

no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box if

Expires: 2005 Estimated average

## ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

burden hours per response...

See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940

Form 4

MERREY DENNIS L

1. Name and Address of Reporting Person \*

(First)

Transactions Reported

(Last)

2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to

Issuer

Symbol CNB FINANCIAL CORP/PA

(Check all applicable)

[CCNE]

3. Statement for Issuer's Fiscal Year Ended \_X\_ Director 10% Owner (Month/Day/Year)

12/31/2013

Officer (give title Other (specify below) below)

272 MESA CREEK LN

(Street) 4. If Amendment, Date Original

(Middle)

Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

#### CLEARFIELD. PAÂ 16830

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting

(Instr. 3 and 4)

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership (Instr. 8) of Issuer's (Instr. 4) (Instr. 4) (A) Fiscal Year

or

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 2270** (9-02)

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Inetr 3)	Price of		(Month/Day/Vear)	(Inetr 8)	Acquired (A) or		

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Derivative Disposed of (D) Security (Instr. 3, 4, and 5) (A) (D) Date **Expiration Title** Amount or Exercisable Number of Date Shares phantom phantom 709.161  $\hat{A}$   $\hat{A}$   $\frac{(1)}{(1)}$ Â  $J^{(3)}$  (1) 12/31/2013(2) 709.161 stock stock

# **Reporting Owners**

Reporting Owner Name / Address	Relationships				
1 0	Director	10% Owner	Officer	Other	
MERREY DENNIS L 272 MESA CREEK LN CLEARFIELD, PA 16830	ÂX	Â	Â	Â	

# **Signatures**

/s/ Jessica A. Shaffner, Attorney-in-Fact

01/07/2014

\*\*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) n/a
- (2) various transaction dates
- (3) units of phantom stock acquired through a deferred compensation plan

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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