## Edgar Filing: CNB FINANCIAL CORP/PA - Form 4

CNB FINAN Form 4 February 23,	CIAL CORP/P. 2015	A									
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								3235-0287	
Check thi if no long subject to Section 1 Form 4 or	er <b>STATE</b> 6.	STATEMENT OF CHANGES I					S IN BENEFICIAL OWNERSHIP OF CURITIES				
Form 4 orresponseCForm 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,Cobligationssection 17(a) of the Public Utility Holding Company Act of 1935 or SectionSection 17(a) of the Investment Company Act of 19401(b).1(b).Section 17(a) of the Investment Company Act of 1940											
(Print or Type F	Responses)										
MERREY DENNIS L Symb				Name and			ıg	5. Relationship of Reporting Person(s) to Issuer			
			CNB FINANCIAL CORP/PA [CCNE]					(Check all applicable)			
(Last) (First) (Middle) 272 MESA CREEK LN			3. Date of Earliest Transaction (Month/Day/Year) 02/20/2015					X_ Director 10% Owner Officer (give title Other (specify below) below)			
	(Street)	Filed(Month/Day/Year) Applic					Applicable Line) _X_ Form filed by	led by One Reporting Person			
CLEARFIE	LD, PA 16830							Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Ac	quired, Disposed o	of or Beneficia	llv Owned	
1.Title of Security (Instr. 3)	.Title of 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, i Instr. 3) any		med on Date, if	3. 4. Securities			or ))	5. Amount of Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	-	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
common stock	02/20/2015			А	1,500	А	\$ 17	52,461.312 <u>(1)</u>	D		
common stock								1,724	Ι	Spouse	

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. Transactio Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	i	Date	7. Title and Underlying (Instr. 3 and	Securities	8. Prio Deriv Secur (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
phantom stock	<u>(2)</u>					(2)	(2)	common stock	19,128.728	

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh					
I B	Director	10% Owner	Officer	Other			
MERREY DENNIS L 272 MESA CREEK LN CLEARFIELD, PA 16830	Х						
Signatures							
/s/ Jessica A. Shaffner, Attorney-in-Fact							
**Signature of Reporting Person		Date					
Explanation of Poenoneoe:							

## **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) Additional shares accumulated through Dividend Reinvestment 2014

(2) n/a

Note: File three copies of this Form, one of which must be manually signed. If space 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.