Edgar Filing: NESTLERODE R EDWARD JR - Form 5

NESTLERODE R EDWARD JR Form 5 February 08, 2013 FORM

(City)

February 08, 2013								
FORM 5					OMB AF	PPROVAL		
Check this box if	UNITEI	O STATES	OMB Number:	3235-03				
no longer subject			Washington, D.C. 20549	Expires:	January 3 20			
to Section 16. Form 4 or Form 5 obligations may continue.	AN		ATEMENT OF CHANGES IN BEN OWNERSHIP OF SECURITIES	EMENT OF CHANGES IN BENEFICIAL NERSHIP OF SECURITIES				
See Instruction1(b).Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or SectionReported30(h) of the Investment Company Act of 1940TransactionsReported								
1. Name and Address NESTLERODE F	•	-	2. Issuer Name and Ticker or Trading Symbol PENNS WOODS BANCORP INC [PWOD]	5. Relationship of I Issuer (Check	Reporting Pers			
(Last) (F	First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2012	X_ Director Officer (give t below)		Owner er (specify		

50 WEST GREENRIDGE DRIVE

(Street)

(State)

(Zin)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

LOCK HAVEN, PAÂ 17745

X Form Filed by One Reporting Person _ Form Filed by More than One Reporting Person

(City)	(State) (Tabl	e I - Non-Deri	ivative Se	curiti	es Acqu	ired, Disposed	of, or Beneficia	lly 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. Securi Acquired Disposed (Instr. 3, Amount	d (A) of d of (E 4 and (A) or))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Penns Woods Bancorp, Inc.	12/31/2012	Â	J	652	A	\$ 0	15,141	D	Â
Penns Woods Bancorp, Inc.	12/31/2012	Â	J	12	A	\$ 0	262	I	Son
	12/31/2012	Â	J	12	А	\$0	262	Ι	Daughter

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Penns Woods Bancorp, Inc.									
Penns Woods Bancorp, Inc.	12/31/2012	Â	J	62	A	\$0	1,336	I	Company

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

Persons who respond to the collection of informationSEC 2270contained in this form are not required to respond unless(9-02)the form displays a currently valid OMB control number.(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)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. of D So B O E I S Fi (I
				(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
NESTLERODE R EDWARD JR 50 WEST GREENRIDGE DRIVE LOCK HAVEN, PA 17745	X	Â	Â	Â		
Signatures						
/s/ Kimberly R. Yale, Attorney-in-Fact	02	2/08/2013				
**Signature of Reporting Person		Date				
Evaluation of Door	_					

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).

Â **Remarks:** J - 2012 Dividend Reinvestment shares

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.