

FNB CORP/FL/
Form 4/A
February 10, 2016

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 *
RUBRITZ TIMOTHY G

(Last) (First) (Middle)

ONE F.N.B. BLVD

(Street)

HERMITAGE, PA 16148

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

FNB CORP/FL/ [FNB]

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

01/16/2015

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

01/21/2015

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)

Corporate Controller

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)
Common Stock	11/17/2014		A	1,526.772 (1)	A \$ 12.7134	7,937.9688 (2)	I By Trust (401k Plan)
Common Stock	01/16/2015		F	725.9009	D \$ 11.91	133,097.5058 (3)	D
Common Stock						9,000	I By IRA
Common Stock						5,908	I Custodian for Child

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.

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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 Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 13.4							03/31/2017	03/31/2017	Common Stock	1,634.9292 <u>(4)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
RUBRITZ TIMOTHY G ONE F.N.B. BLVD HERMITAGE, PA 16148	Corporate Controller

Signatures

/s/Timothy G.
Rubritz 02/10/2016

__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) Represents employee and/or employer contributions pursuant to exempt 401(k) Plan during FYE 2014.
- (2) Includes 277.9155 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan during FYE 2014.
- (3) Includes 579.0826 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan during FYE 2014.
- (4) Includes 45.9292 units acquired under the F.N.B. Corporation Dividend Reinvestment Plan during FYE 2014.

Remarks:

This is an amended Form 4 due to previously not reporting DRP Equivalents on the Restricted Stock Units FYE 2014.

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.