CNB FINANCIAL CORP/PA

Form 4

February 12, 2016

FORM 4

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

OMB Number:

Expires:

OMB APPROVAL

3235-0287

January 31, 2005

0.5

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

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

1(b).

common

stock

02/12/2016

(Print or Type Responses)

1. Name and Address of Reporting Person * PONTZER DEBORAH DICK			2. Issuer Name and Ticker or Trading Symbol CNB FINANCIAL CORP/PA [CCNE]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 526 HYDE		Middle)	3. Date of (Month/E) 02/11/2	•	ransaction			_X_ Director Officer (give below)		Owner er (specify	
320 111 DL	TIVETOL		02/11/2	010							
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
RIDGWAY	7, PA 15853		Filed(Mon	nth/Day/Yea	r)			Applicable Line) _X_ Form filed by 0 Form filed by N Person	One Reporting Pe More than One Re		
								Cison			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Securi	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution		3. Transactic Code (Instr. 8)	4. Securiton(A) or Di (Instr. 3,	sposed	of (D)	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	(D)	11100				

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

A

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

20,240.086

17.63 (1)

D

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

1,600

A

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
reporting Owner France / Francess	Director	10% Owner	Officer	Other			
PONTZER DEBORAH DICK 526 HYDE AVENUE RIDGWAY, PA 15853	X						

Signatures

/s/ Jessica A. Shaffner,
Attorney-in-Fact
02/12/2016

**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) Accumulated shares through Dividend Reinvestment

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.

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