#### FIRST NATIONAL CORP /VA/

Form 4 July 03, 2012

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB 32

Number: 3235-0287 Expires: January 31,

**OMB APPROVAL** 

2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5

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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).

(Print or Type Responses)

obligations

may continue.

See Instruction

1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading BEVERLEY JR MARSHALL J Issuer Symbol FIRST NATIONAL CORP /VA/ (Check all applicable) [FXNC] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X\_ Officer (give title Other (specify (Month/Day/Year) below) 112 W KING STREET 06/29/2012 **EVP/Senior Trust Officer** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting STRASBURG, VA 22657 Person (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 TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common 06/29/2012 X 4,200 Α \$4 13,000 D Stock

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 1474

(9-02)

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

### Edgar Filing: FIRST NATIONAL CORP /VA/ - Form 4

1. Title of Derivative Security		2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4.	5. Number		6. Date Exercisable and		7. Title and Amount of	
					Transaction Derivative		Expiration Date		Underlying Securities		
					Code	Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	str. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acqu	iired				
		Derivative				(A) (	or				
		Security				Disp	osed of				
						(D)					
						(Inst	r. 3, 4,				
						and 5)					
											Amoun
								Date	Expiration		or
								Exercisable	Date	Title	Numbe
											of
					Code V	(A)	(D)				Shares
Sı	abscription									Common	
	ights (1)	\$ 4	06/29/2012		X		4,200	05/04/2012	06/25/2012	Stock	4,200

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BEVERLEY JR MARSHALL J 112 W KING STREET STRASBURG, VA 22657

**EVP/Senior Trust Officer** 

## **Signatures**

M. Shane Bell, by Power of Attny 07/03/2012

\*\*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).

Subscription rights distributed to holders of common stock, par value \$1.25 per share, of First National Corporation (the "Company") as of the close of business on May 4, 2012, to purchase shares of the Company's common stock at a subscription price of \$4.00 per share (the "Rights Offering") by exercising the basic subscription rights and over-subscription privilege in the Rights Offering. The Rights Offering expired at 5:00 p.m., Eastern Daylight Time, on June 25, 2012 and closed on June 29, 2012.

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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