Smith Gerald F JR Form 4 November 13, 2009

### FORM 4

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

OMB Number 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Smith Gerald F JR |          |          | 2. Issuer Name <b>and</b> Ticker or Trading<br>Symbol<br>FIRST NATIONAL CORP /VA/<br>[FXNC] | 5. Relationship of Reporting Person(s) to<br>Issuer  (Check all applicable)                             |  |  |
|---|----------|----------|---|---|--|--|
| (Last) 549 MERRIM   | (First)  | (Middle) | 3. Date of Earliest Transaction<br>(Month/Day/Year)<br>11/13/2009                           | _X_ Director 10% Owner Officer (give title below) Other (specify below)                                 |  |  |
|   | (Street) |          | 4. If Amendment, Date Original Filed(Month/Day/Year)  | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person |  |  |
| WINCHESTED VA 22601   |          |          |   | Form filed by More than One Reporting   |  |  |

#### WINCHESTER, VA 22601

| (City)          | (State)             | Zip) Table         | I - Non-D  | erivative Securities A | cquired, Disposed | of, or Beneficial | ly Owned     |
|-----------------|---------------------|--------------------|------------|------------------------|-------------------|-------------------|--------------|
| 1.Title of      | 2. Transaction Date |                    | 3.         | 4. Securities Acquire  |                   | 6. Ownership      | 7. Nature of |
| Security        | (Month/Day/Year)    | Execution Date, if | Transactio | on(A) or Disposed of   | Securities        | Form: Direct      | Indirect     |
| (Instr. 3)      |                     | any                | Code       | (D)                    | Beneficially      | (D) or            | Beneficial   |
|                 |                     | (Month/Day/Year)   | (Instr. 8) | (Instr. 3, 4 and 5)    | Owned             | Indirect (I)      | Ownership    |
|                 |                     |                    |            |                        | Following         | (Instr. 4)        | (Instr. 4)   |
|                 |                     |                    |            | (4)                    | Reported          |                   |              |
|                 |                     |                    |            | (A)                    | Transaction(s)    |                   |              |
|                 |                     |                    | Code V     | or<br>Amount (D) Pric  | (Instr. 3 and 4)  |                   |              |
| Common<br>Stock | 11/13/2009          |                    | P          | 500 A \$ 10.3          | 36,928 <u>(1)</u> | D                 |              |

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)

Person

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

#### Edgar Filing: Smith Gerald F JR - Form 4

| 1. Title of | 2.          | 3. Transaction Date |                    | 4.         | 5.         | 6. Date Exerc |            | 7. Titl |          | 8. Price of | 9. Nu    |
|-------------|-------------|---------------------|--------------------|------------|------------|---------------|------------|---------|----------|-------------|----------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transacti  | orNumber   | Expiration D  | ate        | Amou    | ınt of   | Derivative  | Deriv    |
| Security    | or Exercise |                     | any                | Code       | of         | (Month/Day/   | Year)      | Under   | lying    | Security    | Secui    |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8) | Derivative | e             |            | Securi  | ities    | (Instr. 5)  | Bene     |
|             | Derivative  |                     | •                  |            | Securities | 3             |            | (Instr. | 3 and 4) |             | Owne     |
|             | Security    |                     |                    |            | Acquired   |               |            |         |          |             | Follo    |
|             |             |                     |                    |            | (A) or     |               |            |         |          |             | Repo     |
|             |             |                     |                    |            | Disposed   |               |            |         |          |             | Trans    |
|             |             |                     |                    |            | of (D)     |               |            |         |          |             | (Instr   |
|             |             |                     |                    |            | (Instr. 3, |               |            |         |          |             | (2.11541 |
|             |             |                     |                    |            | 4, and 5)  |               |            |         |          |             |          |
|             |             |                     |                    |            | i, and 3)  |               |            |         |          |             |          |
|             |             |                     |                    |            |            |               |            |         | Amount   |             |          |
|             |             |                     |                    |            |            | Data          | Evaluation |         | or       |             |          |
|             |             |                     |                    |            |            | Date          | Expiration | Title   | Number   |             |          |
|             |             |                     |                    |            |            | Exercisable   | Date       |         | of       |             |          |
|             |             |                     |                    | Code V     | (A) (D)    |               |            |         | Shares   |             |          |

# **Reporting Owners**

| Reporting Owner Name / Address                                  | Relationships |           |         |       |  |  |
|---|---------------|-----------|---------|-------|--|--|
| reporting owner reduces   | Director      | 10% Owner | Officer | Other |  |  |
| Smith Gerald F JR<br>549 MERRIMANS LANE<br>WINCHESTER, VA 22601 | X             |           |         |       |  |  |

## **Signatures**

Cassandra M.
Smith

\*\*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) Owns an additional 500 direct shares and 2,800 indirect shares.

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.

Reporting Owners 2