

HOWELL CHARLES F

Form 4

March 24, 2008

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
HOWELL CHARLES F

2. Issuer Name **and** Ticker or Trading
Symbol
PATRIOT NATIONAL BANCORP
INC [PNBK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O PATRIOT NATIONAL
BANK, 900 BEDFORD STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/20/2008

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President & Vice Chairman

STAMFORD, CT 06901

(City) (State) (Zip)

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

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock					56,100	D	
Common Stock	03/20/2008		P		200	A	\$ 15.5

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
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SEC 1474
(9-02)

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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 Share Rights	\$ 0					12/31/2006 ⁽¹⁾ 12/31/2006	Common Stock 1,341
Restricted Share Rights	\$ 0					12/31/2007 ⁽²⁾ 12/31/2007	Common Stock 2,269
Stock Appreciation Rights	\$ 8.28					12/31/2005 ⁽³⁾ 12/31/2011	Common Stock 2,500
Stock Appreciation Rights	\$ 9.84					12/31/2006 ⁽⁴⁾ 12/31/2012	Common Stock 5,000
Stock Appreciation Rights	\$ 11.9					12/31/2007 ⁽⁵⁾ 12/31/2013	Common Stock 7,500

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HOWELL CHARLES F C/O PATRIOT NATIONAL BANK 900 BEDFORD STREET STAMFORD, CT 06901	X President & Vice Chairman

Signatures

/s/ Charles F. Howell by POA William W.
Bouton III

03/24/2008

__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 the final vesting date for rights granted in 2002.
- (2) Vesting on this grant occurs ratably on 12/31/06 and 12/31/07.
- (3) Represents the final vesting date for rights granted in 2001.
- (4) Vesting on this grant occurs ratably on 12/31/05 and 12/31/06.
- (5) Vesting on this grant occurs ratably on 12/31/05, 12/31/06 and 12/31/07.

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.