Burkholder Allison Form 4 August 21, 2018

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

Washington, D.C. 20549

January 31, Expires: 2005

Form 4 or Form 5

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

Estimated average burden hours per response... 0.5

obligations may continue. See Instruction

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 .125

par value Common Stock .125

par value

08/20/2018

08/20/2018

(Print or Type Responses)

1. Name and Ad Burkholder A	Person *	Symbol		Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (M	liddle)	3. Date of Earliest Transaction			Director		Owner	
POST OFFICE BOX 309			(Month/Da 08/20/20	•		Officer (give titleX Other (specify below) Officer - Subsidiary			
		4. If Amer	ndment, Dat	te Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
		Filed(Mon	th/Day/Year)						
FRANKFOR	09				Form filed by More than One Reporting Person				
(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
1.Title of	2. Transaction Date	2A. Dee	emed	3.	4. Securities	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)) Execution	on Date, if	Transactio	onAcquired (A) or	Securities	Form: Direct	Indirect	
(Instr. 3) any			Code	Disposed of (D)	Beneficially	(D) or	Beneficial		
		(Month/	'Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)	Owned	Indirect (I)	Ownership	
						Following	(Instr. 4)	(Instr. 4)	
					(A)	Reported			
					or	Transaction(s)			

Code V Amount

2,747

539

D

D

or

(D)

D

D

Price

<u>(1)</u>

(1)

0

0

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

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.

(Instr. 3 and 4)

D

Ι

By spouse.

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underl	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration		or		
						Exercisable	Date		Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> 10% Owner Officer Other Director

Burkholder Allison

POST OFFICE BOX 309 Officer - Subsidiary

FRANKFORT, KY 40602-0309

Signatures

/s/ Mary Thomas, Attorney in Fact by POA dated 08/21/2018 2/3/17

> **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).

Disposed of pursuant to the Agreement and Plan of Merger dated April 19, 2018, by and among the Issuer, WesBanco, Inc.

Merger Agreement, the Issuer was merged with and into WesBanco, effective August 20, 2018 (the "Merger"), and each issued and outstanding share of Issuer common stock was exchanged for 1.053 shares of WesBanco common stock and \$5.00 in cash, without interest. As a result of the Merger, the Reporting Person no longer beneficially owns directly or indirectly any shares of Issuer common stock.

("WesBanco"), WesBanco Bank, Inc. and United Bank & Capital Trust Company (the "Merger Agreement"). In accordance with the

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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