

Whitt Katrina
Form 4
March 22, 2018

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 *
Whitt Katrina

2. Issuer Name **and** Ticker or Trading
Symbol

PREMIER FINANCIAL BANCORP
INC [PFBI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

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

03/21/2018

____ Director ____ 10% Owner
X Officer (give title ____ Other (specify
below) below)

VP Human Resources

C/O PREMIER FINANCIAL
BANCORP, INC., 2883 5TH
AVENUE

(Street)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

X Form filed by One Reporting Person

____ Form filed by More than One Reporting
Person

HUNTINGTON, WV 25702

(City) (State) (Zip)

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)
PFBI Common Stock				(A) or (D)	1,452	D	

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

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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)	8. D S (1)
				Code	V	(A)	(D)	
Employee Stock Option (Right to Buy)	\$ 18.9	03/21/2018		A	2,500	(1)	03/21/2028	PFBI Common 2,500
Employee Stock Option (Right to Buy)	\$ 19.01					(2)	03/15/2027	PFBI Common 2,500
Employee Stock Option (Right to Buy)	\$ 13.5454					(3)	03/16/2026	PFBI Common 2,475
Employee Stock Option (Right to Buy)	\$ 13.3818					(4)	03/18/2025	PFBI Common 2,475
Employee Stock Option (Right to Buy)	\$ 13.1182					(5)	03/19/2024	PFBI Common 2,200
Employee Stock Option (Right to Buy)	\$ 10.3545					(6)	03/20/2023	PFBI Common 2,200
Employee Stock	\$ 6.7909					(7)	03/21/2022	PFBI Common 4,400

Option
(Right to
Buy)

Employee
Stock

Option \$ 6.3182
(Right to
Buy)

(8)

03/16/2021

PFBI
Common

3,300

Employee
Stock

Option \$ 8.0909
(Right to
Buy)

(9)

03/17/2020

PFBI
Common

1,958

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Whitt Katrina
C/O PREMIER FINANCIAL BANCORP, INC.
2883 5TH AVENUE
HUNTINGTON, WV 25702

VP Human Resources

Signatures

/s/ Katrina Whitt 03/22/2018

__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) Options vest in three equal annual installments beginning on 03/21/2019.
- (2) Options vest in three equal annual installments beginning on 03/15/2018.
- (3) Options vest in three equal annual installments beginning on 03/16/2017.
- (4) Options vested over three-year period from 03/18/2015 grant date and were fully vested on 03/18/2018.
- (5) Options vested over three-year period from 03/19/2014 grant date and were fully vested on 03/19/2017.
- (6) Options vested over three-year period from 03/21/2013 grant date and were fully vested on 03/21/2016.
- (7) Options vested over three-year period from 03/21/2012 grant date and were fully vested on 03/21/2015.
- (8) Options vested over three-year period from 03/16/2011 grant date and were fully vested on 03/16/2014.
- (9) Options vested over three-year period from 03/17/2010 grant date and were fully vested on 03/17/2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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