

Kelley Scot A.  
Form 4  
June 13, 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  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Kelley Scot A.

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)

06/13/2018

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)

VP Credit Administration

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	06/13/2018		M	1,306 A	\$ 10.7055 16,204 <sup>(5)</sup>	D	
PFBI Common Stock	06/13/2018		M	1,306 A	\$ 10.8364 17,510	D	
PFBI Common Stock	06/13/2018		M	1,250 A	\$ 15.208 18,760	D	

PFBI

Common 06/13/2018

F 2,572 D \$ 18.33 16,188 D

Stock

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

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SEC 1474  
(9-02)

**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. Amount or Number of Shares
Employee Stock Option (Right to Buy) (PFBI Common)	\$ 15.12 (6)					(1) 03/21/2028	PFBI Common	3,750 (6)
Employee Stock Option (Right to Buy) (PFBI Common)	\$ 15.208 (6)	06/13/2018		M	1,250 (6)	(2) 03/15/2027	PFBI Common	1,250 (6)
Employee Stock Option (Right to Buy)	\$ 10.8364 (6)	06/13/2018		M	1,306 (6)	(3) 03/16/2026	PFBI Common	1,306 (6)
Employee Stock Option (Right to Buy)	\$ 10.7055 (6)	06/13/2018		M	1,306 (6)	(4) 03/18/2025	PFBI Common	1,306 (6)

Buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kelley Scot A. C/O PREMIER FINANCIAL BANCORP, INC. 2883 5TH AVENUE HUNTINGTON, WV 25702			VP Credit Administration	

## Signatures

/s/ Scot A.                      06/13/2018  
Kelley

\_\_Signature of                      Date  
Reporting Person

## 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) 3,750 options granted on 3/21/2018 vest in three equal annual installments beginning on 03/21/2019.
- (2) 3,750 options granted on 3/15/2017 vest in three equal annual installments beginning on 03/15/2018.
- (3) 3,918 options granted on 3/16/2016 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  
On June 8, 2018, Premier Financial Bancorp, Inc. issued a 5 for 4 stock split (1 share for every 4 shares owned on record date) to
- (5) shareholders of record on June 4, 2018. Reporting person's last reported ownership of PFBI Common Stock has been increased by 2,979 shares to reflect the 5 for 4 stock split.  
On June 8, 2018, Premier Financial Bancorp, Inc. issued a 5 for 4 stock split (1 share for every 4 shares owned on record date) to
- (6) shareholders of record on June 4, 2018. Pursuant to the anti-dilution provisions of the stock option plans, the number of options awarded has been increased by 25% and the exercise price of the options awarded has been decreased by 25% to reflect the 5 for 4 stock split.

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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