Edgar Filing: Pellegrino Frank G - Form 4

| Pellegrino Fra Form 4 | ank G | | | | | | | | | | |
|--|---------------------------------------|---|------------|--|------------|--------|-------------|---|--|--|--|
| December 14 | , 2017 | | | | | | | | | | |
| FORM Check this if no long | s box | UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 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 20(b) of the Investment Company Act of 1040 | | | | | | | | PROVAL 3235-0287 January 31, | |
| subject to Section 10 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b). | 5. Filed pu s nue. ction | | | | | | | | | Expires: 2005 Estimated average burden hours per response 0.5 | |
| (Print or Type R | esponses) | | | | | | | | | | |
| Pellegrino Frank G Symbo CITL | | | Symbol | ZENS & NORTHERN CORP | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Mon | | | (Month/Da | Date of Earliest Transaction Month/Day/Year) 2/12/2017 | | | | X_ Director10% Owner Officer (give titleOther (specify below) below) | | | |
| | | | | Amendment, Date Original Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| WILLIAMS | PORT, PA 1770 | 01 | | | | | | Form filed by M Person | | | |
| (City) | (State) | (Zip) | Table | e I - Non-D | erivative | Securi | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Dat (Month/Day/Year | | n Date, if | 3. Transactio Code (Instr. 8) Code V | (Instr. 3, | sposed | d of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| Common Stock | 12/12/2017 | | | Р | 40 | A | \$ 24.85 | 4,818 | 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transact Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date | te Amount | | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr |
|---|---|---|---|--------------------------------------|---|---------------------|--------------------|-----------|--|---|---|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |

Reporting Owners

| | Relationsh | | | | | | | |
|--|------------|--------------------|-------|--|--|--|--|--|
| Director | 10% Owner | Officer | Other | | | | | |
| Х | | | | | | | | |
| | | | | | | | | |
| /s/ Amy B Wherley POA for Frank G Pellegrino, 11/16/2017 | | | | | | | | |
| | X | Director 10% Owner | X | | | | | |

**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).

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.