

Hollinger Eric P
Form 4
March 04, 2019

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Hollinger Eric P

2. Issuer Name and Ticker or Trading Symbol
MIDDLEFIELD BANC CORP
[MBCN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
15985 EAST HIGH STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/01/2019

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
EVP/Senior Lender

MIDDLEFIELD, OH 44062

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

(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 Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	03/01/2019		A		573 ⁽¹⁾	A	\$ 41.9 573 D
Common Stock	03/01/2019		F		300	D	\$ 41.9 373 D
Common Stock							200 ⁽²⁾ D
Common Stock							100 ⁽³⁾ D
Conditional Stock Award	03/01/2019		A		806	A	\$ 42.43 806 D

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- (1) Shares were acquired under the terms of a Conditional Stock Grant dated March 1, 2016.
- (2) Includes shares held jointly with spouse.
- (3) Shares are held TOD spouse.
Until the award vests, the award confers no right to vote, no right to dividends, and no other shareholder rights to the recipient.
- (4) Vesting is subject to a time-based or service condition and a performance-based condition. The details of the vesting conditions may be found in a Form 8-K filing dated July 20, 2017.
Until the award vests, the award confers no right to vote, no right to dividends, and no other shareholder rights to the recipient.
- (5) Vesting is subject to a time-based or service condition and a performance-based condition. The details of the vesting conditions may be found in a Form 8-K filing dated May 29, 2018.

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.