

FNB CORP/FL/
Form 4
January 13, 2003

| OMB APPROVAL |
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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549**

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**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**

- ☐ Check this box if no longer
subject to Section 16.
Form 4 or Form 5
obligations may continue.
See Instruction 1(b)

| | | |
|---|---|---|
| 1. Name and Address of Reporting Person* (Last, First, Middle) Gurgovits, Stephen J. <hr/> | 2. Issuer Name and Ticker or Trading Symbol F.N.B. Corporation (FBAN) <hr/> | 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary) 163-32-4105 <hr/> |
| 591 Buhl Boulevard <hr/> <div style="text-align: center;">(Street)</div> | 4. Statement for (Month/Day/Year) 12/31/2002 <hr/> | 5. If Amendment, Date of Original (Month/Day/Year) <hr/> |
| Sharon, PA 16146 <hr/> <div style="display: flex; justify-content: space-between;"> (City) (State) (Zip) </div> | 6. Relationship of Reporting Person(s) to Issuer (Check All Applicable) <div style="display: flex; justify-content: space-between;"> <div> <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner </div> <div> <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) </div> </div> <div style="margin-top: 10px;"> Vice Chairman <hr/> </div> | 7. Individual or Joint/Group Filing (Check Applicable Line) <div style="display: flex; justify-content: space-between;"> <div> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person </div> </div> |

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

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

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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 Transactions(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------|---|--|-----------------------------------|--|---|---|--|
|------------------------------------|---|--|-----------------------------------|--|---|---|--|

(A)

or

Code V Amount(D) Price

| | | | | | | | |
|--------|--|--|--|--|------------------|---|-----------------------------|
| COMMON | | | | | 12680.000 | D | |
| COMMON | | | | | 4572.341 (1) | D | |
| COMMON | | | | | 8507.703 (2) | D | |
| COMMON | | | | | 7625.000 | I | BY WIFE |
| COMMON | | | | | 423.000 | I | BY WIFE |
| COMMON | | | | | 280.000 | D | |
| COMMON | | | | | 14687.782 (3) | I | BY TRUST (DEFERRED PLAN) |

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) |
|---|--|---|---|-----------------------------------|---|
| | | | | Code V | (A) (D) |
| STOCK OPTIONS (GRANTED 01/03/1994) | 9.67 | (4) | | | |

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued
(e.g., puts, calls, warrants, options, convertible securities)

| 6. Date Exercisable and Expiration Date <i>(Month/Day/Year)</i> | 7. Title and Amount of Underlying Securities <i>(Instr. 3 and 4)</i> | 8. Price of Derivative Security <i>(Instr. 5)</i> | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) <i>(Instr. 4)</i> | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) <i>(Instr. 4)</i> | 11. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i> |
|--|---|--|--|--|--|
| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | |
| IMMED | 01/03/2004 | COMMON STOCK | 7751 | 7571 | D |
| IMMED | 01/20/2005 | COMMON STOCK | 10338 | 10338 | D |
| IMMED | 01/30/2006 | COMMON STOCK | 19696 | 19696 | D |
| IMMED | 01/26/2007 | COMMON STOCK | 17263 | 17263 | D |
| (5) | 01/18/2008 | COMMON STOCK | 15946 | 15946 | D |
| (5) | 01/24/2009 | COMMON STOCK | 39043 | 39043 | D |
| 04/30/2000 | 04/29/2009 | COMMON STOCK | 408 | 408 | D |
| (5) | 01/23/2010 | COMMON STOCK | 41791 | 41791 | D |
| 01/24/2001 | 01/23/2010 | COMMON STOCK | 1334 | 1334 | D |

Explanation of Responses:

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- (1) Includes 30.523 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (2) Includes 66.514 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (3) Shares held in trust and deferred under the F.N.B. Corporation Directors' Compensation Plan. Includes 114.830 shares deferred under the F.N.B. Corporation Dividend Reinvestment Plan.
- (4) No transaction since date of last report; included solely to indicate current beneficial ownership.
- (5) Options vest over a five year period, 20% each year on anniversary of grant date.

**Signature of Reporting
Person

Date

** 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.

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| 591 Buhl Boulevard <hr/> <div style="text-align: center;"><i>(Street)</i></div> Sharon, PA 16146 <hr/> <div style="display: flex; justify-content: space-between;"><i>(City)</i><i>(State)</i><i>(Zip)</i></div> | 4. Statement for <i>(Month/Day/Year)</i> 12/31/2002 <hr/> | 5. If Amendment, Date of Original <i>(Month/Day/Year)</i> <hr/> |
| | 6. Relationship of Reporting Person(s) to Issuer <i>(Check All Applicable)</i> <div style="display: flex; justify-content: space-between;"> <div> <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <i>(give title below)</i> <input type="checkbox"/> Other <i>(specify below)</i> <div style="border-bottom: 1px solid black; width: 100%;"></div> </div> </div> | 7. Individual or Joint/Group Filing <i>(Check Applicable Line)</i> <div style="display: flex; justify-content: space-between;"> <div> <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person </div> </div> |

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

* If the form is filed by more than one reporting person, *see* instruction 4(b)(v).

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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 Transactions(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------|---|--|-----------------------------------|--|---|---|--|

| | | | | | | | | | |
|--|--|--|------|---|--------|------------|-------|--|--|
| | | | Code | V | Amount | (A) or (D) | Price | | |
|--|--|--|------|---|--------|------------|-------|--|--|

| | | | | | | | | | | |
|--------|-----|--|---|--|----------|---|---------|-----------|---|----------------|
| COMMON | (1) | | A | | 526.3349 | A | 27.4354 | 1556.4075 | I | BY TRU (401K P |
|--------|-----|--|---|--|----------|---|---------|-----------|---|----------------|

| | | | | | | | | | | |
|--------|-----|--|---|--|----------|---|-----|-----------|---|----------------|
| COMMON | (1) | | A | | 486.2134 | A | (2) | 3776.6757 | I | BY TRU (401K P |
|--------|-----|--|---|--|----------|---|-----|-----------|---|----------------|

| | | | | | | | | | | |
|--------|--|--|--|--|--|--|--|------------|---|--------------|
| COMMON | | | | | | | | 69.200 (3) | I | CUST F DAUGH |
|--------|--|--|--|--|--|--|--|------------|---|--------------|

| | | | | | | | | | | |
|--------|--|--|--|--|--|--|--|---------|---|--|
| COMMON | | | | | | | | 518.000 | D | |
|--------|--|--|--|--|--|--|--|---------|---|--|

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security <i>(Instr. 3)</i> | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date <i>(Month/Day/Year)</i> | 3a. Deemed Execution Date, if any <i>(Month/Day/Year)</i> | 4. Transaction Code <i>(Instr. 8)</i> | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i> |
|--|--|--|--|--|--|
|--|--|--|--|--|--|

| Code | V | (A) | (D) |
|------|---|-----|-----|
|------|---|-----|-----|

STOCK OPTIONS
 (GRANTED
 01/22/2001

20.66

(4)

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued
(e.g., puts, calls, warrants, options, convertible securities)

| 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|---|---|---|---|
|---|--|---|---|---|---|

| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | |
|------------------|-----------------|--------------|----------------------------|----------|---|------------------|
| (5) | 01/22/2011 | COMMON STOCK | 42950 | 42950 | D | |
| 01/23/2002 | 01/22/2011 | COMMON STOCK | 1472 | 1472 | D | |
| (5) | 01/20/2012 | COMMON STOCK | 26347 | 26347 | D | |
| 01/21/2003 | 01/20/2012 | COMMON STOCK | 1269 | 1269 | D | |
| (7) | | COMMON STOCK | 4042 | 4042 (8) | I | INTEREST IN PLAN |

Explanation of Responses:

(1) Transactions under exempt 401(k) Plan during 2002.

(2) Represents employer matching contributions pursuant to exempt 401(k) Plan.

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- (3) Includes .541 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (4) No transactions since date of last report; included solely to indicate current beneficial ownership.
- (5) Options vest over a five year period, 20% each year on anniversary of grant date.
- (6) Represents credit under supplemental retirement plan for employer matching stock contributions which reporting person was prevented from receiving under exempt 401(k) Plan.
- (7) Upon entitlement to amounts under 401(k) Plan.
- (8) Includes 32.0099 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.

/s/ Stephen J. Gurgovits

12/31/2002

**Signature of Reporting
Person

Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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