

KOPLIN NEAL D
Form 5
February 12, 2019

FORM 5

**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).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *
KOPLIN NEAL D

2. Issuer Name and Ticker or Trading Symbol
PEOPLES FINANCIAL SERVICES CORP. [PFIS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP, Lehigh Valley Div Head

PEOPLES SECURITY BANK & TRUST CO., 150 N WASHINGTON AVE

(Street)

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

6. Individual or Joint/Group Reporting

(check applicable line)

SCRANTON, PA 18503

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) or (D) Amount Price | | | |
| Common Stock | 12/31/2018 | ^ | J | 80.2484 A \$ 0 (1) | 209.9822 | I | PSBT Employee Stock Ownership Plan |
| Common Stock | ^ | ^ | ^ | ^ ^ ^ ^ | 161.724 (2) (3) | D | ^ |

| | | | | | | | | | |
|--------------|---|---|---|---|---|---|--------------------|---|--|
| Common Stock | Â | Â | Â | Â | Â | Â | 299 ⁽⁴⁾ | I | Restricted Stock Award, Grant date 3/13/17 |
| Common Stock | Â | Â | Â | Â | Â | Â | 404 ⁽⁵⁾ | I | Restricted Stock Award, Grant date 4/11/18 |
| Common stock | Â | Â | Â | Â | Â | Â | 400 | I | IRA |

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

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SEC 2270 (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. Price of Derivative Security (Instr. 5) | 9. of D Se B O E Is Fi (I |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | | (A) | (D) | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-----------------------------|
| | Director | 10% Owner | Officer | Other |
| KOPLIN NEAL D PEOPLES SECURITY BANK & TRUST CO. 150 N WASHINGTON AVE SCRANTON, PA 18503 | Â | Â | Â | EVP, Lehigh Valley Div Head |

Signatures

Carla Olenchak, Attorney in Fact for Neal D Koplin
02/12/2019

**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) Represents an allocation of shares under the Issuer's Employee Stock Option Plan.
- (2) Balance includes adjustment of 149 shares which is 1 of 3 equal tranches that vested on 3/13/2018 from Restricted Stock Award, Granted 3/13/2017.
- (3) Balance also includes adjustment for an aggregate of 12.724 shares acquired by the reporting person through dividend reinvestment under the Issuer's Dividend Reinvestment and Stock Purchase Plan.
- (4) Balance includes an adjustment of 149 shares that vested on 3/13/2018. The remaining shares will vest in 2 equal tranches beginning March 13, 2019.
- (5) Shares vest in 3 equal tranches beginning April 11, 2019

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.