#### SPENCER EDWARD L JR

Form 4

November 16, 2017

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** 

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Check this box if no longer subject to

subject to Section 16. Form 4 or Form 5

obligations

may continue.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

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

*See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SPENCER EDWARD L JR	2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer				
	AUBURN NATIONAL BANCORPORATION, INC [AUBN]	(Check all applicable) _X_ Director _X_ 10% Owner				
(Last) (First) (Middle) P. O. BOX 3110	3. Date of Earliest Transaction (Month/Day/Year) 11/13/2017	Officer (give titleX Other (specify below)				
(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				
AUBURN, AL 36831-3110		Form filed by More than One Reporting Person				

(City)	(State)	(Zip) Tabl	e I - No	n-D	erivative S	Securi	ties Acc	quired, Disposed	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (Instr.		4. Securities Acquired ion(A) or Disposed of (D) (Instr. 3, 4 and 5)  (A) or		5. Amount of Securities Form: Direct Securities Form: Direct Seneficially (D) or Owned Indirect (I) Following (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
common stock	11/13/2017		Code		Amount 16,721	(D)	Price \$ 0	665,727 <u>(1)</u>	D	
common stock	11/13/2017		G	V	16,721	D	\$0	34,894 (1)	I	8 year GRAT dated 12-23-09 (2)
common stock	11/14/2017		G	V	34,894	D	\$ 0	0 (3)	I	8 year GRAT dated 12-23-09 (2)

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common stock	11/14/2017	G	V	34,894	A	\$0	59,639 (3)	I	revocable trust (4)
common stock							18,950	I	spouse

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.

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9. Nu Deriv Secur Bene Owne Follo

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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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships							
r	Director	10% Owner	Officer	Other				
SPENCER EDWARD L JR P. O. BOX 3110 AUBURN, AL 36831-3110	X	X		Chairman Emeritus				

## **Signatures**

Edward L.
Spencer, Jr.

\*\*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).

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- (1) Reflects the distribution of 16,721 shares of AUBN common stock from the trust to Mr. Spencer pursuant to the terms of the trust, which shares are now reflected as directly owned by Mr. Spencer
- (2) Shares of AUBN common stock are held by E. L. Spencer, Jr. Grantor Retained Annuity Trust dated 12-23-09. Mr. Spencer is trustee of the trust and has sole voting and dispositive power with respect to these shares of AUBN common stock.
- (3) Reflects the distribution of 34,894 shares of AUBN common stock from the trust to a 2008 revocable trust for his benefit.
- (4) Shares held by a 2008 revocable trust established for the benefit of the reporting person. The reporting person is the trustee of the trust and has sole voting and dispositive power with respect to these shares.

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.