

FENTURA FINANCIAL INC
 Form 3
 March 23, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â EMMENDORFER JOHN | | (Month/Day/Year) | FENTURA FINANCIAL INC [FETM] | |
| (Last) | (First) | 12/01/2004 | | |
| 175 NORTH LEROY STREET | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| FENTON,Â MIÂ 48430 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | President-Davison State Bank | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 199.6204 | D | Â |
| Common Stock | 24 | I | By Spouse and Child |
| Common Stock | 24 | I | By Spouse and Child |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Employee Stock Option (Right-to-Buy) | Â (1) | 01/25/2010 | Common Stock | 180.4 | \$ 35.61 | D | Â |
| Employee Stock Option (right-to-Buy) | Â (2) | 01/25/2011 | Common Stock | 366.3 | \$ 22.85 | D | Â |
| Employee Stock Option (Right-to-Buy) | Â (3) | 01/31/2012 | Common Stock | 183.7 | \$ 24.09 | D | Â |
| Employee Stock Option (Right-to-Buy) | Â (4) | 06/26/2013 | Common Stock | 330 | \$ 31.14 | D | Â |
| Employee Stock Option (Right-to-Buy) | Â (5) | 06/26/2013 | Common Stock | 440 | \$ 31.14 | D | Â |
| Employee Stock Option (Right-to-Buy) | 12/01/2004 | 12/01/2014 | Common Stock | 600 | \$ 39 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| EMMENDORFER JOHN 175 NORTH LEROY STREET FENTON, MI 48430 | Â | Â | Â | President-Davison State Bank Â |

Signatures

/s/ Ronald L. Justice by Power of Attorney 03/23/2005

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Option vests 60 shares on 1/25/03; 60 shares on 1/25/04; and 60.4 shares on 1/25/05
- (2) Option vests 122 shares on 1/25/04; 122 shares on 1/25/05; and 122.3 shares on 1/25/06
- (3) Option vests 61 shares on 1/31/05; 61 shares on 1/31/06; and 61.7 shares on 1/31/07
- (4) Option vests 110 shares on 6/26/06; 110 shares on 6/26/07; and 110 shares on 6/26/08
- (5) Option vests 147 shares on 6/26/06; 147 shares on 6/26/07; and 146 shares on 6/26/08

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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