

MACE EDWARD J  
Form 4  
April 04, 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)

<p><b>1. Name and Address of Reporting Person*</b> <i>(Last, First, Middle)</i></p> <p>Mace, Edward J.</p>	<p><b>2. Issuer Name and Ticker or Trading Symbol</b></p> <p>F.N.B. Corporation (FBAN)</p>	<p><b>3. I.R.S. Identification Number of Reporting Person, if an entity</b> <i>(Voluntary)</i></p> <p>262-92-1126</p>
<p>720 Goodlette Road North Suite 202</p> <p style="text-align: center;"><i>(Street)</i></p> <p>Naples, FL 34102</p> <p><i>(City) (State) (Zip)</i></p>	<p><b>4. Statement for</b> <i>(Month/Day/Year)</i></p> <p>04/02/2003</p>	<p><b>5. If Amendment, Date of Original</b> <i>(Month/Day/Year)</i></p>
<p><b>6. Relationship of Reporting Person(s) to Issuer</b> <i>(Check All Applicable)</i></p> <p><input checked="" type="checkbox"/> Director    <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <i>(give title below)</i></p> <p><input type="checkbox"/> Other <i>(specify below)</i></p>	<p><b>7. Individual or Joint/Group Filing</b> <i>(Check Applicable Line)</i></p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>	

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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 <i>(Instr. 3)</i>	2. Transaction Date <i>(Month/Day/Year)</i>	2a. Deemed Execution Date, if any. <i>(Month/Day/Year)</i>	3. Transaction Code <i>(Instr. 8)</i>	4. Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>	5. Amount of Securities Beneficially Owned Following Reported Transactions(s) <i>(Instr. 3 and 4)</i>	6. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 4)</i>	7. Nature of Indirect Beneficial Ownership <i>(Instr. 4)</i>
				(A) or Code V	Amount(D) Price		
COMMON					72248.000	I	RIBEK CORP
COMMON					513.6545 (1)	I	NOMINEE NAME
COMMON					590.632 (2)	I	BY TRUST (DEFERRED PLAN)
COMMON					136.060 (3)	I	CUST. FOR NICHOLAS MACE
COMMON					136.060 (3)	I	CUST. FOR SPENCER MACE
COMMON					136.060 (3)	I	CUST. FOR TREVOR MACE



**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>	Number of Derivative Securities Acquired (A) or Disposed of (D) <i>(Instr. 3, 4 and 5)</i>
					<b>Code V (A)(D)</b>
					STOCK OPTIONS (GRANTED 01/24/1999) 21.03 (4)
					STOCK OPTIONS (GRANTED 04/29/1999) 19.80 (4)
					STOCK OPTIONS (GRANTED 01/23/2000) 20.22 (4)
					STOCK OPTIONS (GRANTED 01/22/2001) 20.66 (4)
					STOCK OPTIONS (GRANTED 01/20/2002) 25.62 (4)
					STOCK OPTIONS (GRANTED 01/20/2003) 27.22 (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>
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
01/25/2000	01/24/2009	COMMON STOCK	1541	1541	D
04/30/2000	04/29/2009	COMMON STOCK	408	408	D
01/24/2001	01/23/2010	COMMON STOCK	1355	1355	D
01/23/2002	01/22/2011	COMMON STOCK	1407	1407	D
01/21/2003	01/20/2012	COMMON STOCK	1378	1378	D
01/21/2004	01/20/2013	COMMON STOCK	2596	2596	D

**Explanation of Responses:**

(1) Includes 4.021 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.

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(2) Shares held in trust and deferred under the F.N.B. Corporation Directors' Compensation Plan. Includes 4.624 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.

(3) Includes 1.065 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.

(4) No activity since date of last report; included solely to represent current beneficial ownership.

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\*\*Signature of Reporting  
Person

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Date

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<p><b>1. Name and Address of Reporting Person*</b> <i>(Last, First, Middle)</i></p> <p>Mace, Edward J.</p>	<p><b>2. Issuer Name and Ticker or Trading Symbol</b></p> <p>F.N.B. Corporation (FBAN)</p>	<p><b>3. I.R.S. Identification Number of Reporting Person, if an entity</b> <i>(Voluntary)</i></p> <p>262-92-1126</p>
<p>720 Goodlette Road North Suite 202</p> <p style="text-align: center;"><i>(Street)</i></p> <p>Naples, FL 34102</p> <p><i>(City) (State) (Zip)</i></p>	<p><b>4. Statement for</b> <i>(Month/Day/Year)</i></p> <p>04/02/2003</p>	<p><b>5. If Amendment, Date of Original</b> <i>(Month/Day/Year)</i></p>
<p><b>6. Relationship of Reporting Person(s) to Issuer</b> <i>(Check All Applicable)</i></p> <p><input checked="" type="checkbox"/> Director    <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <i>(give title below)</i></p> <p><input type="checkbox"/> Other <i>(specify below)</i></p>	<p><b>7. Individual or Joint/Group Filing</b> <i>(Check Applicable Line)</i></p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>	

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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					33.0416 (1)	I	NOMINEE CUST FOR NICHOLAS MACE
COMMON					33.0416 (1)	I	NOMINEE CUST FOR SPENCER MACE
COMMON					33.0416 (1)	I	NOMINEE CUST FOR TREVOR MACE
COMMON					2244.990 (2)	I	TRUSTEE FOR JUDITH BECKLER
COMMON					2244.990 (2)	I	TRUSTEE FOR SARAH BECKLER
COMMON					2244.990 (2)	I	TRUSTEE FOR WILLIAM BECKLER
COMMON					25688.0000	I	TRUSTEE RIBEK CORP PENSION





**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>

**Explanation of Responses:**

- (1) Includes 0.259 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.
- (2) Includes 17.576 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.

\_\_\_\_\_  
Date

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\*\*Signature of Reporting  
Person

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			Code	V	Amount	(A) or (D)	Price		
COMMON							12477.000	D	
COMMON							286.000	D	JOINTLY W/ MOTHER
COMMON							422.000	D	
COMMON	04/02/2003		A		71.371	A	28.0225	4595.712 (1)	D

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

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					<b>CodeV (A)(D)</b>

**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned** Continued  
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**Explanation of Responses:**

(1) Shares acquired under the F.N.B. Corporation Directors' Compensation Plan. Includes 35,422 shares acquired under the F.N.B. Corporation Dividend Reinvestment Plan.

/s/ Edward J. Mace <hr style="width: 80%; margin: 0 auto;"/> **Signature of Reporting Person	04/03/2003 <hr style="width: 80%; margin: 0 auto;"/> Date
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