

AMERICAN NATIONAL BANKSHARES INC.
 Form 4
 March 28, 2017

FORM 4

**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).

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 SHEPHARD JOEL R

2. Issuer Name and Ticker or Trading Symbol
 AMERICAN NATIONAL BANKSHARES INC. [amnb]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 03/05/2015

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O MAINSTREET BANKSHARES, INC., 1075 SPRUCE STREET

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

MARTINSVILLE,, VA 24112

(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 Following Reported Transaction(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 |
| American National Bankshares Inc. | 03/05/2015 | | J ⁽¹⁾ | | 247.97 | A | \$ 22.16 |
| American National Bankshares Inc. | 06/04/2015 | | J ⁽¹⁾ | | 306.744 | A | \$ 23.03 |
| American National Bankshares Inc. | 09/03/2015 | | J ⁽¹⁾ | | 316.6578 | A | \$ 22.52 |

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Bankshares
Inc.

American
National
Bankshares
Inc.

12/02/2015

J⁽¹⁾

309.0844 A

\$ 25.8 64,316.4562 D

American
National
Bankshares
Inc.

03/04/2016

J⁽¹⁾

354.1466 A

\$ 25.88 64,670.6028 D

American
National
Bankshares
Inc.

06/02/2016

J⁽¹⁾

413.4668 A

\$ 27.13 65,084.0696 D

American
National
Bankshares
Inc.

09/02/2016

J⁽¹⁾

389.4199 A

\$ 26.71 65,473.4895 D

American
National
Bankshares
Inc.

12/01/2016

J⁽¹⁾

336.7879 A

\$ 31.15 65,810.2774 D

American
National
Bankshares
Inc.

03/03/2017

J⁽¹⁾

17.5362 A

\$ 36 65,827.8136 D

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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(9-02)

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. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|-------|-----------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or |

Number
of
Shares

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SHEPHARD JOEL R C/O MAINSTREET BANKSHARES, INC. 1075 SPRUCE STREET MARTINSVILLE,, VA 24112 | X | | | |

Signatures

Carolyn
Compton 03/28/2017

 **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) deferred stock issuance

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.