

FIRST NATIONAL CORP /VA/
 Form 4
 January 23, 2015

FORM 4

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

OMB APPROVAL

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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 *
 Smith Gerald F JR

2. Issuer Name and Ticker or Trading Symbol
 FIRST NATIONAL CORP /VA/
 [FXNC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 01/21/2015

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

112 W KING ST
 (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

STRASBURG, VA 22657

(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		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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)			
Common Stock	01/21/2015		G	V	44,093	D	\$ 0 108,562	I	By G.F. Smith Jr. Revocable Trust
Common Stock	01/21/2015		G	V	44,093	D	\$ 0 64,469	I	By G.F. Smith Jr. Revocable Trust
Common Stock	01/21/2015		G	V	44,093	D	\$ 0 20,376	I	By G.F. Smith Jr. Revocable Trust

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Common Stock	01/21/2015	G	V	44,093	A	\$ 0	47,193	I	As custodian for Elise D. Smith (Daughter) <u>(1)</u>
Common Stock	01/21/2015	G	V	44,093	A	\$ 0	48,693	I	By Emily N. Smith (Daughter) <u>(1)</u>
Common Stock							500	D	
Common Stock							900	I	By Kaye DeHaven Smith Irrevocable Trust FBO Elise D. Smith (Daughter) <u>(1) (2)</u>
Common Stock							800	I	By Kaye DeHaven Smith Irrevocable Trust FBO Emily N. Smith (Daughter) <u>(1) (2)</u>
Common Stock							800	I	By Kaye DeHaven Smith Irrevocable Trust FBO Evan A. Smith (Son) <u>(1) (2)</u>

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

