

PUGH MICHAEL W
Form 4
March 15, 2011

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 *
PUGH MICHAEL W

2. Issuer Name and Ticker or Trading Symbol
F&M BANK CORP [fmbm.bo]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2040 AIRPORT RD
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/11/2011

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

BRIDGEWATER, VA 22812

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

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 03/11/2011 | | X | V A | \$ 1,119.178 ⁽¹⁾ 13.25 ⁽²⁾ | D | |
| Common Stock | 03/11/2011 | | P | V A | \$ 2,119.178 13.25 | D | |
| Common Stock | 03/11/2011 | | X | V A | \$ 1,198.6621 13.25 ⁽³⁾ | I | By SEP |
| Common Stock | 03/11/2011 | | S | V D | \$ 1,119.178 13.25 | D | |

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

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(9-02)

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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. 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Subscription Rights (right to buy) | \$ 13.25 | 03/11/2011 | | X | 277 | 01/19/2011 03/11/2011 | Common Stock 277 |
| Subscription Rights (right to buy) | \$ 13.25 | 03/11/2011 | | X | 78 | 01/19/2011 03/11/2011 | Common Stock 78 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| PUGH MICHAEL W 2040 AIRPORT RD BRIDGEWATER, VA 22812 | | X | | |

Signatures

Sylvia T. Bowman Attorney in Fact for Michael W. Pugh
 **Signature of Reporting Person 03/15/2011
 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) Includes 38.5454 shares Mr. Pugh received in the F & M Bank Corp.Dividend Reinvestment Plan.
- (2) 117.1185 shares are owned jointly with wife.
- (3) Includes 45.0112 shares Mr. Pugh received in the F & M Bank Corp. Dividend Reinvestment Plan.

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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