

FIRST NORTHERN COMMUNITY BANCORP

Form 4

February 24, 2015

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 *
DeBra Kimberly A

2. Issuer Name and Ticker or Trading Symbol
FIRST NORTHERN COMMUNITY BANCORP [FNRN]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
195 N. FIRST STREET, P.O. BOX 547
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/20/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP/CorpCommuni,Sales & Mktg

DIXON, CA 95620

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/20/2015		M ⁽¹⁾		500	A	\$ 4.01
Common Stock	02/20/2015		S		500	D	\$ 7.9
Common Stock	02/24/2015		M ⁽²⁾		30	A	\$ 4.01
Common Stock	02/24/2015		M ⁽³⁾		794	A	\$ 4.48
Common Stock	02/24/2015		M ⁽⁴⁾		1,061	A	\$ 4.76

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Common Stock	02/24/2015	M ⁽⁵⁾	788	A	\$ 5.71	18,635	D
Common Stock	02/24/2015	S	2,673	D	\$ 7.9	15,962	D

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

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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. Amount or Number of Shares			
				Code	V	(A)	(D)				
Employee Stock Option (right to purchase)	\$ 4.01	02/20/2015		M ⁽⁶⁾		500		<u>(7)</u>	03/18/2020	Common Stock	500
Employee Stock Option (right to purchase)	\$ 4.01	02/24/2015		M ⁽⁶⁾		30		<u>(7)</u>	03/18/2020	Common Stock	30
Employee Stock Option (right to purchase)	\$ 4.48	02/24/2015		M ⁽⁶⁾		794		<u>(7)</u>	03/17/2021	Common Stock	794
Employee Stock Option (right to purchase)	\$ 4.76	02/24/2015		M ⁽⁶⁾		1,061		<u>(7)</u>	02/16/2022	Common Stock	1,061
	\$ 5.71	02/24/2015		M ⁽⁶⁾		788		<u>(7)</u>	02/21/2023		788

Employee
Stock
Option
(right to
purchase)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DeBra Kimberly A 195 N. FIRST STREET P.O. BOX 547 DIXON, CA 95620			EVP/CorpCommuni,Sales & Mktg	

Signatures

Devon Camara-Soucy, AVP/Corporate
Secretary 02/24/2015

__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) Stock Option Exercised 500 shares at \$4.01/share.
- (2) Stock Option Exercised 30 shares at \$4.01/share.
- (3) Stock Option Exercised 794 shares at \$4.48/share.
- (4) Stock Option Exercised 1,061 shares at \$4.76/share.
- (5) Stock Option Exercised 788 shares at \$5.71/share.
- (6) Same day sale of Stock Options Exercised to Raymond James Financial Services at \$7.90/share.
- (7) Stock Options Granted vested 0% upon their grant and 25% annually over 4 years.

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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