

FAUQUIER BANKSHARES, INC.
Form 4
March 11, 2014

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 *
GRAAP ERIC PETER

2. Issuer Name and Ticker or Trading Symbol
FAUQUIER BANKSHARES, INC.
[FBSS]

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

(Last) (First) (Middle)
10 COURTHOUSE SQ
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/11/2014

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

WARRENTON, VA 20186

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	03/11/2014		A	767 A \$0	27,438.232	D	
Common Stock	03/11/2014		F	307 D \$13.7	27,131.232	D	
Common Stock					7,632	I	By Spouse
Common Stock					32	I	By Daughter
Common Stock					10	I	By Daughter

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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
Performance Stock Units	(1)	03/11/2014		M	767	12/31/2013 (2)	Common Stock	767

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAAP ERIC PETER 10 COURTHOUSE SQ WARRENTON, VA 20186	X		EVP & CFO	

Signatures

Valerie L. Barlowe, as Attorney in Fact for Eric P. Graap 03/11/2014

__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) This represents Common Stock earned pursuant to the Performance Award Agreement dated February 17, 2011. On March 11, 2014, 460 shares were delivered to the reporting person and 307 shares were withheld to cover tax liability.

(2) Performance stock units vested on December 31, 2013 in accordance with the Performance Award Agreement. Each performance stock unit is the equivalent of one share of FBSS common stock.

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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