

GEOGHEGAN JOHN A
Form 4/A
May 06, 2008

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
GEOGHEGAN JOHN A

2. Issuer Name **and** Ticker or Trading
Symbol
PATRIOT NATIONAL BANCORP
INC [PNBK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O PATRIOT NATIONAL
BANK, 900 BEDFORD STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
03/28/2008

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

STAMFORD, CT 06901

4. If Amendment, Date Original
Filed(Month/Day/Year)
04/01/2008

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. 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)
				(A) or (D) Code V Amount (D) Price			
Common Stock					1,318 ⁽¹⁾	D	
Common Stock					9,964 ⁽²⁾	I	IRA

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.**

SEC 1474
(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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Benef Own Follo Repo Trans (Instr
				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
GEOGHEGAN JOHN A C/O PATRIOT NATIONAL BANK 900 BEDFORD STREET STAMFORD, CT 06901	X

Signatures

/s/ William W. Bouton III POA for John Geoghegan 05/06/2008

____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).
- This Form is being filed to correct Mr. Geoghegan's Ownership Form. His initial purchase of 5,500 shares; the 1,764 shares purchased on (1) 09/21/05; the 1,200 shares purchased on 09/26/06 and the 500 shares purchased on 03/28/08 were inadvertently entered as Direct ownership and should have been Indirect - IRA ownership. His Direct ownership total is 1,318.
- This Form is being filed to correct Mr. Geoghegan's Ownership Form. His initial purchase of 5,500 shares; the 1,764 shares purchased on (2) 09/21/05; the 1,200 shares purchased on 09/26/06 and the 500 shares purchased on 03/28/08 were inadvertently entered as Direct ownership and should have been Indirect - IRA ownership. His Indirect - IRA ownership total is 9,964.

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.