

FNB BANCORP

Proxy Solicited by the Board of Directors
For the Annual Meeting of Shareholders
On June 14, 2017

The undersigned holder of Common Stock acknowledges receipt of a copy of the Notice of Annual Meeting of Shareholders of FNB Bancorp and the accompanying Proxy Statement dated May 12, 2017, and revoking any Proxy heretofore given, hereby constitutes and appoints Lisa Angelot, Thomas C. McGraw, and Edward J. Watson, and each of them, with full power of substitution, as attorneys and proxies to appear and vote all shares of Common Stock of FNB Bancorp, a California corporation, outstanding in the name of the undersigned which the undersigned could vote if personally present and acting at the Annual Meeting of Shareholders of FNB Bancorp, to be held at the Basque Cultural Center, 599 Railroad Avenue, South San Francisco, California, on Wednesday, June 14, 2017 at 6:30 p.m., or at any postponement or adjournment thereof, upon the following items set forth in the Notice of Annual Meeting and Proxy Statement and to vote according to their discretion on all matters which may be properly presented for action at the meeting or at any postponement or adjournment thereof. The above-named proxy holders are hereby granted discretionary authority to cumulate votes represented by the shares covered by this Proxy in the election of directors.

THE BOARD OF DIRECTORS RECOMMENDS A VOTE "FOR" THE ELECTION OF DIRECTORS NOMINATED BY THE BOARD OF DIRECTORS AND "FOR" RATIFICATION OF THE APPOINTMENT OF MOSS ADAMS LLP AS INDEPENDENT AUDITORS OF THE COMPANY TO SERVE FOR THE 2017 FISCAL YEAR; AND IF NO DIRECTION IS MADE, IT WILL BE VOTED "FOR" THE ELECTION OF DIRECTORS NOMINATED BY THE BOARD OF DIRECTORS AND "FOR" RATIFICATION OF THE APPOINTMENT OF MOSS ADAMS LLP AS INDEPENDENT AUDITORS OF THE COMPANY TO SERVE FOR THE 2017 FISCAL YEAR.

(Continued and to be signed on other side)

FNB BANCORP
PROXY FOR THE ANNUAL MEETING OF SHAREHOLDERS
TO BE HELD ON JUNE 14, 2017

THIS PROXY IS SOLICITED BY, AND ON BEHALF OF, THE BOARD OF DIRECTORS AND MAY BE REVOKED PRIOR TO ITS EXERCISE.

INSTRUCTIONS

- [X] Mark, sign and date your proxy card.
- [X] Detach your proxy card at the perforations
- Return your proxy card in the postage paid envelope provided

Notice of Internet Availability. The FNB Bancorp Proxy Statement for the 2017 Annual Meeting of Shareholders and the 2016 Annual Report to shareholders (which includes the Annual Report on Form 10-K for the fiscal year ended December 31, 2016) are available on the Internet at <http://www.fnbncorcal.com/investor-relations/annual-shareholders-meeting>

FOLD AND DETACH HERE

UNLESS OTHERWISE SPECIFIED, THIS PROXY WILL BE VOTED "FOR" THE FOLLOWING ITEMS:

1. AUTHORITY GIVEN FOR ALL nine (9) WITHHOLD AUTHORITY to vote
Nominees listed below (except as indicated for all nominees listed below.
to the contrary below).

INSTRUCTION: To withhold authority to vote for any individual nominee, strike a line through the nominee's name in the list below:

- | | |
|----------------------------|-------------------------|
| 01. Lisa Angelot | 06. Michael Pacelli |
| 02. Thomas C. McGraw | 07. Edward J. Watson |
| 03. Thomas G. Atwood | 08. Jim D. Black |
| 04. Ronald R. Barelis | 09. Anthony J. Clifford |
| 05. Merrie Turner Lightner | |

2. Ratification of the appointment of MOSS FOR AGAINST ABSTAIN
ADAMS LLP as independent auditors of the
Company to serve for the 2017 fiscal year.

Note: The proxies are authorized to consider and vote in their discretion upon such other business as may properly come before the meeting and any postponement or adjournment thereof.

Authorized Signature (s)

Date: _____, 2017

Please date and sign exactly as your name (s) appears. When signing as attorney, executor, administrator, trustee or guardian, please give full title. If more than one trustee, all should sign. All joint owners should sign. WHETHER OR NOT YOU PLAN TO ATTEND THIS MEETING, PLEASE SIGN AND RETURN THIS PROXY AS PROMPTLY AS POSSIBLE IN THE ENCLOSED POSTAGE-PAID ENVELOPE.

I/we do ___ or do not ___ expect to attend this meeting.