

Oak Valley Bancorp
Form SC 13G/A
February 13, 2017

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Oak Valley Bancorp

(Name of Issuer)

Common Stock

(Title of Class of Securities)

671807105

(CUSIP Number)

Robert Leong,

President,

5720 59 Ave NE,

Seattle, WA 98105

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

December 31, 2016

Edgar Filing: Oak Valley Bancorp - Form SC 13G/A
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the *Notes*).

SCHEDULE 13G

CUSIP No. 671807105

1 Names of Reporting Persons

I.R.S. Identification Nos. of Above Persons (Entities Only)

PWH Educational Foundation, Inc. 88-0327058

2 Check the appropriate box if a member of a Group (see instructions)

(a) (b)

3 SEC Use Only

4 Citizenship or Place of Organization

Nevada

5 Sole Voting Power

711,707

6 Shared Voting Power

**Number of
Shares**

Beneficially

Owned by

0

Each

7 Sole Dispositive Power

Reporting

Person

With:

711,707

8 Shared Dispositive Power

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

711,707

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

11 Percent of class represented by amount in row (9)

8.80%

12 Type of Reporting Person (See Instructions)

OO

Item 1.

- (a) **Name of Issuer:** Oak Valley Bancorp
- (b) **Address of Issuer's Principal Executive Offices:** 125 N Third Ave, Oakdale, CA 95361

Item 2.

- (a) **Name of Person Filing:** PWH Educational Foundation, Inc.
- (b) **Address of Principal Business Office or, if None, Residence:** 5720 59 Ave NE, Seattle, WA 98105
- (c) **Citizenship:** United States
- (d) **Title and Class of Securities:** Common Stock
- (e) **CUSIP No.:** 671807105

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under Section 15 of the Act;
- (b) Bank as defined in Section 3(a)(6) of the Act;
- (c) Insurance company as defined in Section 3(a)(19) of the Act;
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940;
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- (j) A non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J);
- (k) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with Rule 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

Item 4. Ownership

- (a) **Amount Beneficially Owned:** 711,707

- (b) **Percent of Class:** 8.80%

- (c) **Number of shares as to which such person has:**
 - (i) **Sole power to vote or to direct the vote:** 711,707

 - (ii) **Shared power to vote or to direct the vote:** 0

 - (iii) **Sole power to dispose or to direct the disposition of:** 711,707

 - (iv) **Shared power to dispose or to direct the disposition of:** 0

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6. Ownership of more than Five Percent on Behalf of Another Person. N/A

Item 7. Identification and classification of the subsidiary which acquired the security being reported on by the parent holding company or control person. N/A

Item 8. Identification and classification of members of the group. N/A

Item 9. Notice of Dissolution of Group. N/A

Item 10. Certifications.

- (a) The following certification shall be included if the statement is filed pursuant to §240.13d-1(b):
By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in

connection with or as a participant in any transaction having that purpose or effect.

(b) The following certification shall be included if the statement is filed pursuant to §240.13d-1(c):
By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

02/10/2017

Date

/s/ Robert Leong

Signature

Robert Leong, President

Name/Title

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