

ESSA Bancorp, Inc.
Form 8-K
August 19, 2013

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D)

OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): August 16, 2013

ESSA Bancorp, Inc.

(Exact Name of Registrant as Specified in its Charter)

Pennsylvania
(State or Other Jurisdiction

of Incorporation)

001-33384
(Commission

File No.)

20-8023072
(I.R.S. Employer

Identification No.)

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200 Palmer Street, Stroudsburg,

Pennsylvania
(Address of Principal Executive Offices)

18360
(Zip Code)

Registrant's telephone number, including area code: (570) 421-0531

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events

On August 16, 2013, ESSA Bank & Trust (the **Bank**), the wholly-owned banking subsidiary of ESSA Bancorp, Inc. (the **Company**) entered into a Branch Purchase and Deposit/Loan Assumption Agreement with First National Community Bank (**FNCB**), the subsidiary of First National Community Bancorp, Inc. (OTCQB: FNCB), pursuant to which the Bank agreed to acquire a branch and customer deposits and loans from two FNCB offices located in Monroe County, Pennsylvania.

The Bank will purchase the deposits and loans, and the FNCB branch, located in Marshalls Creek, Pennsylvania. Customer deposits and loans from the FNCB Stroudsburg office will be transferred to the Bank's Stroudsburg facility. The Bank plans to consolidate two of its branches located in Bushkill, Pennsylvania and Marshalls Creek into the new facility. Subject to regulatory approval, the transaction is expected to close in December 2013.

When the transaction is completed, the Marshalls Creek branch will be part of the ESSA Bank & Trust network. The Company anticipates the new branch will have combined deposits totaling more than \$40 million.

Forward-Looking Statements

Certain statements contained herein are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. Such forward-looking statements may be identified by reference to a future period or periods, or by the use of forward-looking terminology, such as *may*, *will*, *believe*, *expect*, *estimate*, *anticipate*, *continue*, or similar terms, or variations on those terms, or the negative of those terms. Forward-looking statements are subject to numerous risks and uncertainties, including, but not limited to, those related to the economic environment, particularly in the market areas in which the Company operates, competitive products and pricing, fiscal and monetary policies of the U.S. Government, changes in government regulations affecting financial institutions, including compliance costs and capital requirements, changes in prevailing interest rates, acquisitions and the integration of acquired businesses, credit risk management, asset-liability management, the financial and securities markets and the availability of and costs associated with sources of liquidity.

The Company wishes to caution readers not to place undue reliance on any such forward-looking statements, which speak only as of the date made. The Company wishes to advise readers that the factors listed above could affect the Company's financial performance and could cause the Company's actual results for future periods to differ materially from any opinions or statements expressed with respect to future periods in any current statements. The Company does not undertake and specifically declines any obligation to publicly release the result of any revisions, that may be made to any forward-looking statements to reflect events or circumstances after the date of such statements or to reflect the occurrence of anticipated or unanticipated events.

Item 9.01 Financial Statements and Exhibits

- (a) Financial Statements of Businesses Acquired. Not applicable.
- (b) Pro Forma Financial Information. Not applicable.
- (c) Shell Company Transactions. Not applicable.
- (d) Exhibits.

| Exhibit No. | Description |
|-------------|---|
| 99.1 | Press release issued by the Company on August 16, 2013 announcing the Monroe County, PA branch facility acquisition, deposit and loan assumption. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

ESSA BANCORP, INC.

DATE: August 19, 2013

By: /s/ Gary S. Olson
Gary S. Olson, President and
Chief Executive Officer