NORWOOD FINANCIAL CORP

Form 8-K January 27, 2012

## 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 eventJanuary 27, 2012 reported)

#### NORWOOD FINANCIAL CORP.

(Exact name of registrant as specified in its charter)

Pennsylvania 0-28364 23-2828306 (State or other jurisdiction (Commission (IRS Employer of incorporation) File Number) Identification No.)

717 Main Street, Honesdale, Pennsylvania 18431 (Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (570) 253-1455

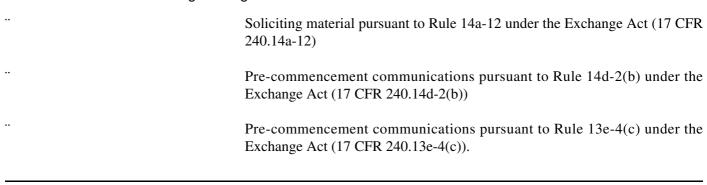
Not Applicable

(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)

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### NORWOOD FINANCIAL CORP.

## INFORMATION TO BE INCLUDED IN THE REPORT

Item 2.02. Results of Operations and Financial Condition

On January 27, 2012, the Registrant issued a press release announcing its earnings for the quarter and year ended December 31, 2011. A copy of the press release is furnished with this report as exhibit 99.1.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits:

99.1 Press Release, dated January 27, 2012

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#### **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.

### NORWOOD FINANCIAL CORP.

Date: January 27, 2012 By: /s/ Lewis J. Critelli

Lewis J. Critelli

President and Chief Executive

Officer

(Duly Authorized Representative)