

ORRSTOWN FINANCIAL SERVICES INC

Form 8-K

January 23, 2019

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):

January 23, 2019

ORRSTOWN
FINANCIAL
SERVICES,
INC.

(Exact name of
registrant as
specified in its
charter)

| | | |
|--|----------------------|---|
| Pennsylvania | 001-34292 | 23-2530374 |
| (State or other jurisdiction of incorporation) | (SEC File Number) | (IRS Employer Identification No.) |

77 East King
Street, P.O. Box
250, 17257
Shippensburg,
Pennsylvania

(Address of
principal
executive
offices) (Zip
Code)

Registrant's
telephone
number,
including
area code:
717
532-6114

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)).

Indicate by check mark
whether the registrant is an
emerging growth company as
defined in Rule 405 of the
Securities Act of 1933
(§230.405 of this chapter) or

Rule 12b-2 of the Securities
Exchange Act of 1934
(§240.12b-2 of this chapter).

o Emerging growth
company

If an emerging
growth company,
indicate by check
mark if the registrant
has elected not to use
the extended

o transition period for
complying with any
new or revised
financial accounting
standards provided
pursuant to Section
13(a) of the
Exchange Act.

Item 2.02 Results of Operations and Financial Condition.

On January 23, 2019, Orrstown Financial Services, Inc. issued a press release to report earnings for the quarter ended December 31, 2018.

A copy of the press release is furnished with this Form 8-K as Exhibit 99, and is incorporated herein in its entirety by reference.

Item 7.01 Regulation FD Disclosure.

On January 23, 2019, the Board of Directors of Orrstown Financial Services, Inc. declared a cash dividend of \$0.15 per common share, payable February 11, 2019 to shareholders of record as of February 4, 2019.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

The following exhibit is furnished as part of this Current Report on Form 8-K:

| Exhibit No. | Description |
|----------------|---|
| 99 | <u>Press Release</u> <u>dated January</u> <u>23, 2019</u> |

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.

ORRSTOWN
FINANCIAL SERVICES,
INC.

Date:
January
23,2019

/s/ David P.
Boyle

By:

David P. Boyle
Executive Vice
President and
Chief Financial
Officer
(Duly Authorized
Representative)