

ORRSTOWN FINANCIAL SERVICES INC

Form 8-K

March 15, 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):

March 14, 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 5.02 Departure of Directors or Certain Officers; Election of Directors;
Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

Gregory A. Rosenberry has notified Orrstown Financial Services, Inc., (the “Company”) of his retirement as a member of the Board of Directors of the Company (the “Board”), effective as of April 30, 2019, and that he has withdrawn his name as a nominee for election as a director at the Company’s Annual Meeting to be held April 30, 2019. At the time of Mr. Rosenberry’s notice, he was an independent director of the Board. Mr. Rosenberry's notification indicated there are no disagreements between him and either the Company or Orrstown Bank in connection with his resignation.

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:

March
15,
2019

/s/ Thomas R.
Quinn, Jr.

By:

Thomas R.
Quinn, Jr.
President and
Chief Executive
Officer
(Duly Authorized
Representative)