

NORWOOD FINANCIAL CORP  
Form 8-K  
February 18, 2015

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 February 18 , 2015  
reported)

Norwood Financial Corp.  
(Exact name of registrant as specified in its charter)

Pennsylvania ( State or other jurisdiction of incorporation)	0-28364 (Commission File Number)	23-2828306 (IRS Employer Identification No.)
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717 Main Street, Honesdale, Pennsylvania (Address of principal executive offices)	18431 (Zip Code)
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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)
- .. 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)).



NORWOOD FINANCIAL CORP.

INFORMATION TO BE INCLUDED IN THE REPORT

Item Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers;  
5.02. Compensatory Arrangements of Certain Officers

On February 18, 2015, the Registrant and its wholly owned subsidiary, Wayne Bank, entered into an Addendum to the Change-in-Control Severance Agreement of William S. Lance to extend its term for an additional three years.. For further information, reference is made to the Addendum, which is filed as Exhibit 10.1 hereto.

Item Financial Statements and Exhibits  
9.01.

(d) The following exhibits are filed with this report.

Number	Description
10.1	Addendum to Change-in-Control Severance Agreement with William S. Lance, dated February 18, 2015.

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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: February 18, 2015

By: /s/ Lewis J. Critelli  
Lewis J. Critelli  
President and Chief Executive Officer  
(Duly Authorized Representative)