

CCFNB BANCORP INC  
Form S-8 POS  
December 31, 2013

As filed with the Securities and Exchange Commission on December 31, 2013

Registration Statement No. 033-89066

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1 TO

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

**CCFNB BANCORP, INC.**

(Exact Name of Registrant as specified in its Charter)

Pennsylvania 23-2254643  
(State or other jurisdiction of (I.R.S. Employer  
incorporation or organization) Identification No.)

232 East Street

Bloomsburg, Pennsylvania 17815

(570) 784-4400

(Address, Including Zip Code, and Telephone Number, Including

Area Code, of Registrant's Principal Executive Offices)

**CCFNB BANCORP, INC. EMPLOYEE STOCK PURCHASE PLAN**

LANCE O. DIEHL

President and Chief Executive Officer

CCFNB Bancorp, Inc.

232 East Street

Bloomsburg, Pennsylvania 17815

(570) 784-4400

(Name, Address, Including Zip Code, and Telephone  
Number, Including Area Code, of Agent for Service)

Copies to:

Kenneth J. Rollins, Esquire

Rhoads & Sinon LLP

One South Market Square, 12th Floor

Harrisburg, Pennsylvania 17108-1146

(717) 233-5731

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if smaller reporting company) Smaller reporting company

## **DEREGISTRATION OF SECURITIES**

CCFNB Bancorp, Inc. (the “Company”) is filing this Post-Effective Amendment No. 1 to its Registration Statement on Form S-8 (File No. 033-89066), filed with the Securities and Exchange Commission on February 1, 1995 (the “Registration Statement”), to withdraw and remove from registration the unissued and unsold shares of the Company’s common stock, par value \$1.25 per share (the “Common Stock”), issuable by the Company pursuant to its Employee Stock Purchase Plan previously registered by the Company pursuant to the Registration Statement.

In connection with its decision to terminate its registration under Section 12(g) of the Securities Exchange Act of 1934, as amended, the Company has terminated all offerings of its securities pursuant to its existing registration statements, including the Registration Statement. In accordance with an undertaking made by the Company in the Registration Statement to remove from registration, by means of a post-effective amendment, any securities that had been registered for issuance that remain unsold at the termination of the offering, the Company hereby removes from registration all of such securities of the Company registered but unsold under the Registration Statement, if any.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant has duly caused this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 to be signed on its behalf by the undersigned, thereunto duly authorized, in Bloomsburg, Pennsylvania, on this 31<sup>st</sup> day of December, 2013.

**CCFNB BANCORP, INC.**

(Registrant)

By: /s/ Lance O. Diehl

Lance O. Diehl

President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Post-Effective Amendment No. 1 to Registration Statement on Form S-8 has been signed by the following persons in the capacities indicated on December 31, 2013.

| Signature  | Capacity  |
|--|---|
| /s/ Lance O. Diehl<br>Lance O. Diehl                       | President and Chief Executive Officer and<br>Director (Principal Executive Officer)   |
| /s/ Jeffrey T. Arnold<br>Jeffrey T. Arnold                 | Chief Financial Officer and Treasurer<br>(Principal Financial and Accounting Officer) |
| /s/ Robert W. Brewington, Jr.<br>Robert W. Brewington, Jr. | Director  |
| /s/ Robert W. Dillon<br>Robert W. Dillon                   | Director  |
| /s/ Frank D. Gehrig<br>Frank D. Gehrig                     | Director  |
| William F. Gittler   | Director  |
| /s/ Glenn E. Halterman<br>Glenn E. Halterman               | Director, Chairman of the Board of Directors  |
| /s/ P. Jeffrey Hill<br>P. Jeffrey Hill                     | Director  |
| Joanne I. Keenan   | Director  |
| /s/ Willard H. Kile, Jr.<br>Willard H. Kile, Jr.           | Director  |
| /s/ W. Bruce McMichael, Jr.<br>W. Bruce McMichael, Jr.     | Director  |
| Mary Ann B. Naugle   | Director  |
| /a/ Andrew B. Pruden<br>Andrew B. Pruden                   | Director  |
| Charles B. Pursel  | Director  |

/s/ Steven H. Shannon  
Steven H. Shannon

Director