

CITIZENS & NORTHERN CORP

Form 8-K

April 11, 2014

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) April 11, 2014

CITIZENS & NORTHERN CORPORATION

(Exact name of registrant as specified in its charter)

Pennsylvania 0-16084 23-2451943  
(State or other jurisdiction of incorporation) (Commission File Number) (I.R.S. Employer Identification No.)

90-92 Main Street, Wellsboro, PA 16901  
(Address of Principal Executive Office) (Zip Code)

Registrant's telephone number, including area code (570) 724-3411

N/A  
(Former name or former address, if changed since last report)

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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:

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))

**ITEM 2.02. Results of Operations and Financial Condition**

Citizens & Northern Corporation announced unaudited, consolidated financial results for the three-months ended March 31, 2014. On April 11, 2014, Citizens & Northern Corporation issued a press release titled “C&N Announces First Quarter 2014 Unaudited Financial Results,” a copy of which is furnished as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. Citizens & Northern Corporation’s “Quarterly Report,” a report that includes unaudited financial information, will be mailed to shareholders on or about April 18, 2014. A copy of the Quarterly Report is furnished as Exhibit 99.2 to this Current Report on Form 8-K and is incorporated herein by reference. Also, supplemental, unaudited financial information is furnished as Exhibit 99.3 to this Current Report on Form 8-K and is incorporated herein by reference.

**ITEM 9.01. Financial Statements and Exhibits**

(a) Not applicable.

(b) Not applicable.

(c)  
(d)

Not applicable.  
Exhibits.

Exhibit 99.1: Press Release issued by Citizens & Northern Corporation dated April 11, 2014, titled “C&N Announces First Quarter 2014 Unaudited Financial Results.”

Exhibit 99.2: Quarterly Report, which includes unaudited financial information.

Exhibit 99.3: Supplemental, unaudited financial information.

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned, thereunto duly authorized.

CITIZENS & NORTHERN  
CORPORATION

Date: 4/11/14 By: /s/ Mark A. Hughes  
Mark A. Hughes  
Treasurer and Chief Financial Officer