

ORRSTOWN FINANCIAL SERVICES INC  
Form 8-K  
May 31, 2012

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): May 30, 2012

ORRSTOWN FINANCIAL SERVICES, INC.  
(Exact name of registrant as specified in its charter)

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

|   |                     |
|---|---------------------|
| 77 East King Street, P.O. Box 250, Shippensburg, Pennsylvania<br>(Address of principal executive offices) | 17257<br>(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)).



ORRSTOWN FINANCIAL SERVICES, INC.

INFORMATION TO BE INCLUDED IN THE REPORT

Section 8 – Other Events

Item 8.01 Other Events.

On May 30, 2012, a class action complaint (the “Complaint”) was received by Orrstown Financial Services, Inc. (the “Company”). The Complaint was filed by Southeastern Pennsylvania Transportation Authority (the “Plaintiff”) against the Company, Orrstown Bank (the “Bank”) and certain current and former directors and officers of the Company and the Bank (collectively, the “Defendants”) in the United States District Court for the Middle District of Pennsylvania. The Complaint alleges that the Defendants violated certain provisions of the Securities Act of 1933 and the Securities Exchange Act of 1934 and seeks unspecified damages, including injunctive relief. The Company believes that the allegations in the complaint are without merit and intends to vigorously defend against these claims.

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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.

ORRSTOWN FINANCIAL SERVICES, INC.

Date: May 31, 2012

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