

LCNB CORP  
Form 8-K  
April 27, 2016

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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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 26, 2016

LCNB CORP.

(Exact name of Registrant as specified in its Charter)

Ohio

001-35392  
(Commission File No.)

31-1626393

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(State or other jurisdiction of  
incorporation)

(IRS Employer Identification  
Number)

2 North Broadway, Lebanon, Ohio  
(Address of principal executive offices)

45036  
(Zip Code)

Registrant's telephone number, including area code: (513) 932-1414

N/A

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

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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

The Annual Meeting of the shareholders of LCNB was held on April 26, 2016. At the meeting, the following items were voted on by the shareholders of LCNB:

1. Electing three Class II directors for a three-year term;
2. Amending the Amended and Restated Articles of Incorporation to increase the authorized shares of common stock; and
- 3.

Ratifying the appointment of BKD, LLP as the independent registered accounting firm for LCNB for the fiscal year ending December 31, 2016.

The following nominees were elected as Class I directors by the votes indicated below. In addition to the votes reported below, there were 2,418,549 broker non-votes on the proposal for the election of directors.

| <u>Director</u>        | <u>For</u> | <u>Withheld</u> |
|------------------------|------------|-----------------|
| Steve P. Foster        | 5,309,050  | 61,714          |
| Anne E. Krehbiel       | 5,274,711  | 96,053          |
| Valerie S. Krueckeberg | 5,233,279  | 137,386         |

The amendment to the Amended and Restated Articles of Incorporation to increase authorized shares of common stock. There were no broker non-votes on this proposal.

| <u>For</u> | <u>Against/Abstained</u> |
|------------|--------------------------|
| 7,039,933  | 602,067                  |

The ratification of the appointment of BKD, LLP as the independent registered accounting firm for LCNB was approved by the votes indicated below. There were no broker non-votes on this proposal.

| <u>For</u> | <u>Against/Abstained</u> |
|------------|--------------------------|
| 7,630,571  | 41,597                   |

**Item 7.01 Regulation FD Disclosure.**

On April 27, 2016, LCNB issued a press release announcing the election of Valerie S. Krueckeberg as a new member of its Board of Directors. A copy of the release is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01. Financial Statements and Exhibits.**

(d)

Exhibits

**Exhibit No.**

**Description**

99.1

Press release dated April 27, 2016

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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 thereunto duly authorized.

LCNB CORP.

Date: April 27, 2016

By: /s/ Robert C. Haines II

Robert C. Haines II

Chief Financial Officer