

Edgar Filing: RURBAN FINANCIAL CORP - Form 8-K

RURBAN FINANCIAL CORP  
Form 8-K  
January 28, 2005

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): January 28, 2005 (January 25, 2005)

RURBAN FINANCIAL CORP.

-----  
(Exact name of registrant as specified in its charter)

|   |                          |                                      |
|---|--------------------------|--------------------------------------|
| Ohio  | 0-13507                  | 34-1395608                           |
| -----   | -----                    | -----                                |
| (State or other jurisdiction<br>of incorporation or organization) | (Commission File Number) | (IRS Employer<br>Identification No.) |

401 Clinton Street, Defiance, Ohio 43512

-----  
(Address of principal executive offices) (Zip Code)

(419) 783-8950

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

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:

- 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.

On January 25, 2005, Rurban Financial Corp. (the "Company") issued a news release reporting results for the fourth fiscal quarter ended December 31, 2004. A copy of the January 25, 2005 Release is furnished as Exhibit 99.1 and is

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incorporated herein by reference.

The Company also conducted a webcast on January 25, 2005 to discuss its results for the fourth fiscal quarter ended December 31, 2004. A transcript of the January 25, 2005 webcast is furnished as Exhibit 99.2 and is incorporated herein by reference.

The information in this Item 2.02, including Exhibit 99 furnished herewith, is being furnished and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act") or otherwise subject to the liabilities of that Section, nor shall such information be deemed to be incorporated by reference in any registration statement or other document filed under the Securities Act of 1933 or the Exchange Act, except as otherwise stated in such filing.

Item 9.01 Financial Statements and Exhibits.

- (a) Financial Statements - Not Applicable
- (b) Pro Forma Financial Information - Not Applicable
- (c) Exhibits

| Exhibit No.<br>----- | Description<br>-----   |
|----------------------|--|
| 99.1                 | News Release issued by Rurban Financial Corp. on January 25, 2005.             |
| 99.2                 | Transcript of webcast conducted by Rurban Financial Corp. on January 25, 2005. |

[Remainder of page intentionally left blank; signature on following page.]

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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.

RURBAN FINANCIAL CORP.

Dated: January 28, 2005

By: /s/ James E. Adams

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 James E. Adams  
 Executive Vice President and Chief  
 Financial Officer

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INDEX TO EXHIBITS

Current Report on Form 8-K  
Dated January 28, 2005

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Rurban Financial Corp.

| Exhibit No.<br>----- | Description<br>-----   |
|----------------------|--|
| 99.1                 | News Release issued by Rurban Financial Corp. on January 25, 2005.             |
| 99.2                 | Transcript of webcast conducted by Rurban Financial Corp. on January 25, 2005. |

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