

MID PENN BANCORP INC  
Form 8-K  
June 30, 2008

**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): June 25, 2008**

**MID PENN BANCORP, INC.**

(Exact name of registrant as specified in its charter)

**Pennsylvania**  
(State or other jurisdiction  
of incorporation)

**1-13677**  
(Commission File Number)

**25-1666413**  
(IRS Employer  
Identification No.)

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**349 Union Street, Millersburg, Pennsylvania**  
(Address of principal executive offices)

**17061**  
(Zip Code)

**(717) 692.2133**

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

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))

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CURRENT REPORT ON FORM 8-K

**Item 5.02 Departure of Directors or Certain Officers, Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On June 25, 2008, the Executive Deferred Compensation Agreement dated as of July 24, 2002 between Mid Penn Bank and Alan W. Dakey, President and Chief Executive Officer of the Registrant was amended effective July 1, 2008. The amendment provides for an interest rate to be compounded semi-annually on the account balance using an annual rate equal to the five year treasury rate plus 2%. The interest rate was previously 8%. All other terms of the agreement remain in effect.

**Item 8.01 Other Events.**

On June 25, 2008, the Registrant's Board of Directors terminated the Registrant's Stock Repurchase Program effective June 30, 2008. A press release announcing the termination of the Stock Repurchase Program is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

(a) Financial Statements and Exhibits  
None.

(b) Pro Forma Financial Information  
None.

(c) Shell Company Transactions  
None.

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
99.1	Press release dated as of June 30, 2008.

**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.

**MID PENN BANCORP, INC.**  
(Registrant)

Dated: June 30, 2008

/s/ Kevin W. Laudenslager  
Kevin W. Laudenslager  
Executive Vice President and Chief Financial Officer