

CODORUS VALLEY BANCORP INC  
Form 8-K  
December 23, 2015

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) – **December 23, 2015**

**CODORUS VALLEY BANCORP, INC.**

(Exact name of registrant as specified in its charter)

|  |   |                              |
|--|---|------------------------------|
| <b>Pennsylvania</b><br>(State or other jurisdiction<br>of incorporation) | <b>0-15536</b><br>Commission File (IRS Employer<br>(Number) | <b>23-2428543</b><br>Number) |
|--|---|------------------------------|

|   |                                 |
|---|---------------------------------|
| <b>105 Leader Heights Road</b><br><b>P.O. Box 2887</b><br><b>York, Pennsylvania</b><br>(Address of principal executive offices) | <b>17405-2887</b><br>(Zip code) |
|---|---------------------------------|

**717-747-1519**

(Registrant's telephone number including area code)

N/A

(Former name or 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 Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under 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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**Item 8.01. Other  
Events.**

On December 23, 2015, Codorus Valley Bancorp, Inc. (the “Company”) issued a press release announcing the closing of the underwriters’ exercise of their purchase option in connection with the Company’s previously announced public offering of common stock.

A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

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

(d) Exhibits

Exhibit No. Description

99.1 Press Release dated December 23, 2015.

**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.

Codorus Valley Bancorp, Inc.  
(Registrant)

Date: December 23, 2015 /s/ Larry J. Miller  
Larry J. Miller  
Chairman, President and Chief  
Executive Officer  
(Principal Executive Officer)

EXHIBIT INDEX

Exhibit Number Description

99.1 Press Release dated December 23, 2015.