

FEDERAL DEPOSIT INSURANCE CORPORATION

Washington, D.C. 20429

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

May 24, 2018

Date of Report (Date of earliest event reported)



(Exact name of registrant as specified in its charter)

Pennsylvania
(State or other jurisdiction
of incorporation)

57777
(FDIC
Certificate Number)

32-0116054
(IRS Employer
Ident. No.)

9 Old Lincoln Highway
Malvern, Pennsylvania
(Address of principal executive offices)

19355
(Zip Code)

(484) 568-5000
Registrant's telephone number, including area code

N/A
(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On May 24, 2018, Meridian Bank (the “Bank”) held its 2018 Annual Meeting of Shareholders for which the Board of Directors solicited proxies to consider and vote upon the proposals described in the Bank’s definitive proxy statement filed with the Federal Deposit Insurance Corporation on April 24, 2018. As of the record date for the Annual Meeting, holders of a total of 6,392,287 shares of the Bank’s common stock were entitled to vote on the matters considered at the Annual Meeting.

The proposals voted on at the Annual Meeting by shareholders of the Bank and the voting results were as follows:

Proposal No. 1. Election of Class A directors.

<u>Nominees</u>	<u>For</u>	<u>Withheld</u>	<u>Broker Nonvotes</u>
Robert M. Casciato	5,058,190	156,700	329,996
Kenneth H. Slack	5,057,903	156,987	329,996

Proposal No. 2. Ratification of the appointment of KPMG LLP as the Bank’s independent registered public accounting firm for the year ending December 31, 2018.

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Nonvotes</u>
5,535,224	8,162	1,500	-0-

Proposal No. 3. Proposal to amend and restate the Meridian Bank 2016 Equity Incentive Plan.

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Nonvotes</u>
4,709,658	479,933	25,299	329,996

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.

MERIDIAN BANK

Dated: May 25, 2018

By: /s/ Christopher J. Annas
Christopher J. Annas
President and Chief Executive Officer