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## Section 1: 8-K (FORM 8-K)

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# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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## FORM 8-K

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**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported) March 11, 2020**

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# PRIME MERIDIAN HOLDING COMPANY

(Exact name of registrant as specified in its charter)

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

**333-191801**  
(Commission  
file number)

**27-2980805**  
(IRS employer  
identification no.)

**1471 Timberlane Road, Tallahassee, FL**  
(Address of principal executive offices)

**32312**  
(Zip Code)

**Registrant's telephone number, including area code: (850) 907-2300**

**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 (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))

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

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.

Securities Registered pursuant to Section 12(b) of the Act:

Title of each class  
None

Trading Symbol(s)  
N/A

Name of exchange on which registered  
N/A

Item 8.01. Other Events.

On March 11, 2020, Prime Meridian Holding Company (the “Company”) announced that it had adopted a share repurchase program. Under this repurchase program, the maximum amount the Company will spend to repurchase shares of its common stock is \$2,000,000, subject to market conditions. The repurchases will be made from time to time by the Company in the open market as conditions allow. The Program period is from March 11, 2020 to June 30, 2020, unless shortened or extended by the Company’s Board of Directors. The stock repurchase program does not obligate the Company to repurchase any specified number of shares of its common stock. Purchases will be conducted in accordance with the limitations set forth in Rule 10b-18 of the Securities and Exchange Commission. The number, price, and timing of the repurchases, if any, will be at the Company’s sole discretion and will depend on a number of factors, including market and economic conditions, liquidity and capital needs, and other factors. There is no assurance that the Company will purchase any shares under the program.

In addition, the Company has adopted a trading plan in accordance with the requirements of Rule 10b-5 of the Securities and Exchange and Commission. Adopting this trading plan allows the Company to repurchase its shares at times when it might otherwise be prevented from doing so due to self-imposed trading blackout periods or pursuant to insider trading laws. Under the Rule 10b5-1 trading plan, the Company’s third-party broker, subject to certain limitations, will have authority to purchase the Company’s common stock in accordance with the terms of the plan.

The information in this report shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

**SIGNATURE**

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.

PRIME MERIDIAN HOLDING COMPANY

By: /s/ Clint F. Weber

Clint F. Weber  
Chief Financial Officer and  
Executive Vice President

Date: March 12, 2020

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