



(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 October 24, 2012, Tri-County Financial Corporation issued a news release announcing its results of operations and financial condition for the three and nine months ended September 30, 2012. A copy of the news release is included as Exhibit 99.1 to this report and is furnished herewith.

**Item 9.01 Financial Statements and Exhibits**

Exhibits

Number Description

99.1 Press Release dated October 24, 2012

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.

Dated: October 25, 2012 By: /s/ William J. Pasenelli  
William J. Pasenelli  
President and Chief Financial Officer