FIRST KEYSTONE CORP

Form 8-K May 06, 2016			
UNITED STATES SECURITIES AND EXCHANGE COMM	ISSION		
Washington, D.C. 20549			
FORM 8-K			
CURRENT REPORT			
CURRENT REPORT			
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934			
Date of Report (Date of earliest event reporte	d): May 5, 2016		
First Keystone Corporation			
(Freet name of resistant as an aified in its al	a and a will		
(Exact name of registrant as specified in its cl	narter)		
Pennsylvania (State or other jurisdiction of incorporation)	<b>2-88927</b> (Commission File Number)	23-2249083 (IRS Employer Identification No.)	
111 West Front Street, Berwick, Pennsylvania (Address of principal executive offices) 18603 (Zip Code)			

(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))

#### **CURRENT REPORT ON FORM 8-K**

## **Item 5.07 Submission of Matters to a Vote of Security Holders**

On May 5, 2016, the Corporation held its Annual Meeting. A total of 5,620,205 shares of the Corporation's common stock were entitled to vote as of March 11, 2016, the record date for the Annual Meeting. There were 4,474,334 shares present in person or by proxy at the Annual Meeting, at which the shareholders were asked to vote on two (2) proposals. Set forth below are the matters acted upon by the shareholders at the Annual Meeting, and the final voting results of each such proposal.

#### Proposal No. 1 - Election of Class B Directors

The shareholders voted to elect four (4) Class B Directors to serve for a term of three (3) years and until their successor is elected and qualified. The results of the vote were as follows:

Name	For	Withheld	Broker Non-Votes
John E. Arndt	3,383,102	48,666	1,042,566
J. Gerald Bazewicz	2,798,349	633,419	1,042,566
Robert E. Bull	2,822,316	6609,452	1,042,566
Joseph B. Conahan, Jr.	3,379,914	51,854	1,042,566

# <u>Proposal No. 2 – Ratification of the Selection of Independent Registered Public Accounting Firm for Fiscal Year</u> 2016

The shareholders voted to ratify the selection of BDO USA, LLP as the Corporation's independent registered public accounting firm for the fiscal year 2016. The results of the vote were as follows:

## For Against Abstaining Broker Non-Votes

4,315,597127,78830,949 0

## **Item 7.01 Regulation FD Disclosure**

On May 5, 2016 members of management gave presentations at the Annual Meeting. A copy of these slides and related material is included in this report as Exhibit 99.1 and is furnished herewith.

# **Item 9.01 Financial Statements and Exhibits**

(d)Exhibits.

# **Exhibit Number Description**

99.1 Annual Meeting Presentation Slides.

## **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.

## FIRST KEYSTONE CORPORATION

(Registrant)

Dated: May 6, 2016 /s/ Matthew P. Prosseda
Matthew P. Prosseda
President & Chief Executive Officer

# **EXHIBIT INDEX**

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99.1 Annual Meeting Presentation Slides.