

OHIO VALLEY BANC CORP  
Form 8-K  
May 16, 2014

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

May 14, 2014

Date of Report (Date of earliest event reported)

OHIO VALLEY BANC CORP.  
(Exact name of registrant as specified in its charter)

Ohio

(State or other jurisdiction of incorporation)

0-20914  
(Commission File Number)

31-1359191  
(IRS Employer Identification No.)

420 Third Avenue, Gallipolis, Ohio  
(Address of principal executive offices)

45631  
(Zip Code)

Registrant's telephone number, including area code: (740) 446-2631

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))

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

The Registrant held its annual meeting of shareholders (the "Annual Meeting") on May 14, 2014 in Gallipolis, Ohio. At the Annual Meeting, the shareholders voted on two proposals. The proposals are described in detail in the Proxy Statement.

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Proposal 1

Registrant's shareholders elected three individuals to the Board of Directors for a term expiring in 2017, as set forth below:

| Name                    | Votes For | Votes<br>Withheld | Broker<br>Non-Votes |
|-------------------------|-----------|-------------------|---------------------|
| Brent A. Saunders       | 2,596,647 | 81,721            | 637,840             |
| David W. Thomas         | 2,636,597 | 41,771            | 637,840             |
| Lannes C.<br>Williamson | 2,642,550 | 35,818            | 637,840             |

Proposal 2

Registrant's shareholders ratified the selection of Crowe Horwath LLP as the Registrant's independent registered public accounting firm for fiscal year ending December 31, 2014, as set forth below:

| Votes For | Votes Against | Abstentions | Broker<br>Non-Votes |
|-----------|---------------|-------------|---------------------|
| 3,231,631 | 6,562         | 67,489      | 10,526              |

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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, thereunto duly authorized.

Date: May 14, 2014

OHIO VALLEY BANC CORP.  
By: /s/Thomas E. Wiseman  
Name: Thomas E. Wiseman  
Title: President and Chief Executive Officer