

CORTLAND BANCORP INC  
Form 8-K  
December 20, 2018

**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**

**Date of Report (date of earliest event reported): December 20, 2018 (December 18, 2018)**

**CORTLAND BANCORP**

**(Exact name of registrant as specified in its charter)**

**Ohio**  
**(State or other jurisdiction**

**000-13814**  
**(Commission**

**34-1451118**  
**(I.R.S. Employer**

**of incorporation)**

**File Number)**

**Identification No.)**

**194 West Main Street, Cortland, Ohio 44410**

**(Address of principal executive offices, including Zip Code)**

**Registrant's telephone number, including area code: (330) 637-8040**

**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 Instructions 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 (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 7.01 Regulation FD Disclosure

At a meeting on December 18, 2018 the Board of Directors of Cortland Bancorp (the Company ) adopted a new stock repurchase program ( program ). Under the program, the Company is authorized to repurchase up to 300,000 of its 4,351,081 issued and outstanding shares, equating to approximately 6.9%. The repurchase plan approved May 22, 2018 will expire on December 31, 2018. The new program is effective January 31, 2019 through December 31, 2019 but may be limited or terminated at any time without prior notice.

Under the program, the Company may acquire shares of its common stock in the open market or in any private transaction from time to time and in accordance with applicable laws, rules and regulations.

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.

CORTLAND BANCORP

By: /s/ James M. Gasior  
James M. Gasior, President

Date: December 20, 2018