

CNB FINANCIAL CORP/PA  
Form 8-K  
April 19, 2005

**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)  
April 19, 2005**

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**CNB FINANCIAL CORPORATION**

(Exact name of Registrant as specified in its Charter)

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

**2-88511**  
(Commission File No.)

**25-1450605**  
(IRS Employer  
Identification Number)

County National Bank  
1 South Second Street  
PO Box 42  
Clearfield, Pennsylvania 16830  
(Address of principal executive offices)

Registrant's telephone number, including area code: (814) 765-9621

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))

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Item 2.02. Results of Operations and Financial Condition

CNB Financial Corporation, the parent company of County National Bank, today announced reported earnings for the quarter ended March 31, 2005.

- (a) Financial Statements: None
- (b) Exhibits:

Exhibit 99 News Release announcing first quarter earnings.

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.

CNB Financial Corporation

Date: April 19, 2005

By: /s/ Joseph B. Bower, Jr.  
Joseph B. Bower, Jr.  
Treasurer

**Exhibit Index**

<u>Number</u>	<u>Description</u>
Exhibit 99	News Release announcing first quarter earnings

Exhibit 99

*News Release*

**CCNE**  
NASDAQ  
LISTED

Contact: Joseph B. Bower, Jr.  
Treasurer  
(814) 765-9621

**FOR IMMEDIATE RELEASE**

**CNB FINANCIAL CORPORATION REPORTS FIRST QUARTER EARNINGS FOR 2005**  
**Clearfield, Pennsylvania April, 2005**

CNB Financial Corporation, the parent company of County National Bank, today announced reported earnings of \$2.0 million or \$0.22 diluted earnings per share for the quarter ended March 31, 2005, compared to \$2.0 million or \$0.22 diluted earnings per share for the first quarter of 2004.

Annualized return on average equity for the quarter ended March 31, 2005 was 12.56 percent compared to 13.09 percent in the year ago quarter. Annualized return on average assets was 1.16 percent in the quarter ended March 31, 2005, compared with 1.16 percent in the first quarter of 2004.

William F. Falger, President and Chief Executive Officer, commented, "The Corporation experienced several one-time expenses in the first two months of the year that kept earnings growth to a minimum. However, the month of March reflected very positive earnings and are indicative of monthly earnings going forward for the remainder of 2005."

<u>Financial Highlights (in thousands)</u>	(Unaudited)	(Unaudited)	(Unaudited)
Consolidated Balance Sheets	<b>31-Mar-05</b> <b><u>Consolidated</u></b>	31-Dec-04 <u>Consolidated</u>	31-Mar-04 <u>Consolidated</u>

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**Assets**

Cash and due from banks	\$ 13,299	\$ 14,296	\$ 13,856
Interest-bearing deposits	9,165	15,616	8,902
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<b>CASH &amp; CASH EQUIVALENTS</b>	<b>22,464</b>	29,912	22,758
Securities available for sale	177,251	164,202	170,611
<b>NET LOANS</b>	<b>475,487</b>	476,352	464,915
FHLB & Federal Reserve Stock	4,363	4,792	4,697
Premises & Equipment, Net	14,161	13,761	12,814
Bank Owned Life Insurance	13,363	13,182	12,807
Intangible, net	11,776	11,862	12,129
Accrued Interest & Other Assets	11,339	11,154	11,540
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<b>TOTAL ASSETS</b>	<b>\$ 730,204</b>	\$ 725,217	\$ 712,271
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**Liabilities**

Deposits			
Non-interest bearing deposits	\$ 72,909	\$ 71,968	\$ 67,055
Interest bearing deposits	529,411	524,937	517,629
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<b>TOTAL DEPOSITS</b>	<b>602,320</b>	596,905	584,684
Short-term borrowings	2,000	2,000	1,993
Federal Home Loan Bank Advances	40,000	40,000	40,000
Subordinated Debentures	10,310	10,310	10,310
Accrued expenses and other liab	7,306	7,292	7,071
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<b>TOTAL LIABILITIES</b>	<b>661,936</b>	656,507	644,058

**Shareholders' Equity**

Common stock, \$1 par value	9,234	9,234	3,694
Additional paid-in	4,142	4,243	4,221
Retained earnings	55,193	54,348	57,622
Treasury stock, 117,924 shares	(1,653)	(1,797)	(1,224)
Accumulated other comprehensive income	1,352	2,682	3,900
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<b>TOTAL SHAREHOLDERS' EQUITY</b>	<b>68,268</b>	68,710	68,213
<b>TOTAL LIABILITIES &amp; SHAREHOLDERS' EQUITY</b>	<b>\$ 730,204</b>	\$ 725,217	\$ 712,271
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**Nonperforming Assets**

	2,933	\$ 2,690	\$ 3,386
<b>% of Total Assets</b>	<b>0.40%</b>	0.37%	0.48%

**Trust Assets**

	\$ 183,380	\$ 192,361	\$ 193,183
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Consolidated Income Statement (Unaudited)

Three Months Ended March 31, 2005 Three Months Ended March 31, 2004

**Interest Income**

Loans including fees	7,931	7,527
Deposits with banks	66	12
Federal funds sold	83	18
Securities	1,716	1,679
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**TOTAL INTEREST AND DIVIDENDS**

9,796 9,236

**Interest Expense**

Deposits	2,871	2,628
Federal Home Loan Bank advances	508	510
Subordinated Debentures	151	118

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Total interest expense	3,530	3,256
<b>NET INTEREST INCOME</b>	<b>6,266</b>	<b>5,980</b>
Provision for loan losses	167	300
<b>NET INTEREST AFTER PROVISION</b>	<b>6,099</b>	<b>5,680</b>
Other Income		
Trust income	220	248
Service charges on deposits	885	850
Other charges and fees	132	128
Realized security gains	--	169
Gain on sale of loans	34	23
Gain on sale of loans		
BOLI	181	126
Wealth Management	93	37
Other	31	129
<b>TOTAL OTHER INCOME</b>	<b>1,576</b>	<b>1,710</b>
<b>Non-Interest Expenses</b>		
Salaries	1,878	1,817
Benefits	764	710
Occupancy, net	702	679
Data Processing	391	363
Amortization of intangible	128	129
Director's Fees	128	103
Total other expenses	1,119	1,023
Total non-interest expenses	5,110	4,824
<b>NET INCOME BEFORE TAXES</b>	<b>2,565</b>	<b>2,566</b>
Federal income tax	518	551
<b>NET INCOME</b>	<b>\$ 2,047</b>	<b>\$ 2,015</b>
<b>Earnings Per Share, Fully diluted</b>	<b>\$ 0.22</b>	<b>\$ 0.22</b>
<b>Dividends Per Share</b>	<b>\$ 0.13</b>	<b>\$ 0.13</b>
<b>Return on Average Assets (ROA)</b>	<b>1.16%</b>	<b>1.16%</b>
<b>Return on Average Equity (ROE)</b>	<b>12.56%</b>	<b>13.09%</b>

Note: This press release may contain forward-looking statements as defined in the Private Securities Litigation Reform Act of 1995. Actual results and trends could differ materially from those set forth in such statements due to various factors. These factors include operating, legal and regulatory risks; changing economic competitive conditions; and other risks and uncertainties.

County National Bank's website is [www.bankcnb.com](http://www.bankcnb.com).