

WESBANCO INC
Form 8-K
February 19, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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): February 8, 2019

WesBanco, Inc.

(Exact name of registrant as specified in its charter)

| | | |
|---|--------------------------|--------------------------------------|
| West Virginia | 000-08467 | 55-0571723 |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|--|------------|
| 1 Bank Plaza, Wheeling, WV | 26003 |
| (Address of principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code (304) 234-9000

Former name or former address, if changed since last report Not Applicable

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240-12b-2 of this chapter). 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 8.01 Other Events

On February 8, 2019, WesBanco, Inc. (the "Company") provided a Notice of Redemption to the holders of Farmers Capital Bank Corporation Floating Rate Junior Subordinated Notes due 2035 (the "Securities"), which complied with requirements of providing a Notice of Redemption not more than 60 days and not less than 45 days prior to redemption. The final date to provide a Notice of Redemption was February 13, 2019 for redemption on March 30, 2019 (the "Redemption Date"). The Securities will be redeemed in full at a redemption price of 100% of the principal plus accrued and unpaid interest to the Redemption Date. The aggregate redemption price, excluding accrued interest, will total approximately \$10.3 million. Interest on the Securities will no longer accrue on or after the Redemption Date.

Farmers Capital Bank Trust I (the "Trust") is a Delaware trust established in 2005 by Farmers Capital Bank Corporation, which was merged with and into the Company on August 20, 2018. The Trust owns Junior Subordinated Debentures issued by the Company which are also being redeemed on March 30, 2019.

Payment of the redemption price for the Securities will be made by The Wilmington Trust Company, as paying agent. Payment will be made upon presentation and surrender of the Securities to the paying agent for cancellation at the address specified in the Notice of Redemption.

Item 9.01 Financial Statements and Exhibits

d) Exhibits: Notice of Redemption to the holders of Farmers Capital Bank Corporation Floating Rate Junior 99.1 – Subordinated Notes due 2035.

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 hereunto duly authorized.

WesBanco, Inc.
(Registrant)

Date: February 19, 2019 /s/ Robert H. Young
Robert H. Young
Executive Vice President and
Chief Financial Officer