



Item 2.02. Results of Operations and Financial Condition.

On January 25, 2017, Live Oak Bancshares, Inc. (the “Company”) announced financial results for the fourth quarter ended December 31, 2016. A copy of the press release announcing the Company’s results for the fourth quarter is attached as Exhibit 99.1 hereto and incorporated by reference herein.

The information contained in Item 2.02 of this Current Report (including Exhibit 99.1) shall not be deemed “filed” for purposes of section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| Exhibit<br>No. | Description |
|----------------|-------------|
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|      |                                      |
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| 99.1 | Press release dated January 25, 2017 |
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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**LIVE OAK BANCSHARES,  
INC.**

By: /s/ S. Brett Caines

S. Brett Caines

Chief Financial Officer

Dated: January 25, 2017