

CITIZENS & NORTHERN CORP  
Form 8-K  
July 30, 2009

**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) June 30, 2009**  
**CITIZENS & NORTHERN CORPORATION**

(Exact name of registrant as specified in its charter)

Pennsylvania

0-16084

23-2451943

(State or other jurisdiction of  
incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

90-92 Main Street, Wellsboro, PA

16901

(Address of Principal Executive Office)

(Zip Code)

Registrant's telephone number, including area code (570) 724-3411

N/A

(Former name or former address, if changed since last report)

---

**ITEM 2.02. Results of Operations and Financial Condition**

Citizens & Northern Corporation announced the unaudited, consolidated financial results for Citizens & Northern Corporation and subsidiaries for the three-month and six-month periods ended June 30, 2009. On July 30, 2009, Citizens & Northern Corporation issued a press release titled "C&N Announces Second Quarter 2009 Unaudited Financial Results," a copy of which is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference. Also, Citizens & Northern Corporation's Quarterly Report, a report that includes unaudited financial information, will be mailed to shareholders on or about August 6, 2009. A copy of the Quarterly Report is filed as Exhibit 99.2 to this Current Report on Form 8-K and is incorporated herein by reference.

**ITEM 9.01. Financial Statements and Exhibits**

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits.

Exhibit 99.1: Press Release issued by Citizens & Northern Corporation dated July 30, 2009, titled "C&N Announces Second Quarter 2009 Unaudited Financial Results."

Exhibit 99.2: Quarterly Report, which includes unaudited financial information.

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned, thereunto duly authorized.

CITIZENS & NORTHERN CORPORATION

Date: 7/30/09

By: /s/ Craig G. Litchfield  
Chairman, President and Chief  
Executive Officer