

UNIVEST CORP OF PENNSYLVANIA

Form 425

November 26, 2014

UNITED STATES

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): November 26, 2014

UNIVEST CORPORATION OF PENNSYLVANIA

(Exact name of registrant as specified in its charter)

Pennsylvania

(State or other jurisdiction
of incorporation)

0-7617

(Commission
File Number)

23-1886144

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

14 North Main Street, Souderton, Pennsylvania 18964

(Address of principal executive office)(Zip Code)

Registrant's telephone number, including area code (215) 721-2400

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 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 8.01 Other Events

On November 26, 2014, Univest Corporation of Pennsylvania (the "Corporation"), parent company of Univest Bank and Trust Co. (the "Bank"), announced receipt of all required regulatory approvals from the Pennsylvania Department of Banking and Securities and the Board of Governors of the Federal Reserve System to complete the proposed merger of Valley Green Bank ("Valley Green") with and into the Bank. The merger remains subject to satisfaction or waiver of a number of closing conditions, including the approval of Valley Green's shareholders at a special meeting to be held on December 2, 2014, and approval of the transaction by the Corporation's shareholders at a special meeting to be held on December 3, 2014.

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.

Univest Corporation of Pennsylvania

By: /s/ Michael S. Keim

Name: Michael S. Keim

Title: Executive Vice President,
Chief Financial Officer

Date: November 26, 2014