

SUMMIT FINANCIAL GROUP INC

Form AW

July 14, 2008

As filed with the Securities and Exchange Commission on July 14, 2008 Registration No. 33-146882

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Withdrawal of Post-Effective Amendment No. 1 to

FORM S-4
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

SUMMIT FINANCIAL GROUP, INC.
(Exact Name of Registrant as Specified in Its Charter)

| | | |
|---|---|--|
| West Virginia | 6711 | 55-0672148 |
| (State or Other Jurisdiction of Incorporation or Organization) | (Primary Standard Industrial Classification Code Number) | (I. R. S. Employer Identification Number) |

300 North Main Street
Moorefield, West Virginia 26836
(304) 530-1000

(Address, Including Zip Code, and Telephone Number, Including Area Code, of Registrant's Principal Executive
Offices)

H. Charles Maddy, III
Summit Financial Group, Inc.
300 N. Main Street
Moorefield, West Virginia 26836
(304) 530-1000

(Name, Address, Including Zip Code, and Telephone Number, Including Area Code, of Agent for Service)

with copies to:

George W. Murphy, Jr., Esq.

Sandra M. Murphy, Esq.

Victor L. Cangelosi, Esq.

Bowles Rice McDavid Graff & Love
LLP

Kilpatrick Stockton LLP

600 Quarrier Street

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Washington, D.C. 20005-2018

Charleston, West Virginia 25325-1386

(202) 508-5800

(304) 347-1131

Approximate date of commencement of proposed sale to the public: Not applicable.

If the securities being registered on this Form are being offered in connection with the formation of a holding company and there is compliance with General Instruction G, check the following box.

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering.

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer

Accelerated filer

Non-accelerated filer (Do not check if a smaller reporting company)
company

Smaller reporting

EXPLANATORY NOTE

On July 3, 2008, Summit Financial Group, Inc. (“Summit”) filed a Post-Effective Amendment No. 1 to Form S-4 to deregister the 712,809 shares of Summit common stock, par value \$2.50 per share, that were registered by Summit pursuant to a Registration Statement on Form S-4 (File No. 33-146882) (the “Registration Statement”) filed with the Securities and Exchange Commission (the “SEC”) and declared effective by the SEC on February 12, 2008 at 1:45 p.m. The Post-Effective Amendment No. 1 was filed with the SEC under the wrong submission header. Accordingly, the purpose of this filing is to withdraw the Post-Effective Amendment No. 1 to permit Summit to re-file a post-effective amendment under the proper submission header.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the Registrant has duly caused this Withdrawal of Post-Effective Amendment No. 1 to the Registration Statement on Form S-4 to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Moorefield, State of West Virginia, on July 14, 2008.

SUMMIT FINANCIAL GROUP, INC.

By: /s/ H. Charles Maddy, III
President and Chief Executive Officer

By: /s/ Robert S. Tissue
Senior Vice President, Chief Financial Officer

Pursuant to the requirements of the Securities Act of 1933, this Withdrawal of Post-Effective Amendment No. 1 to the Registration Statement on Form S-4 has been signed by the following persons in the capacities and on the dates indicated.

| Signatures | Title |
|--|----------|
| * _____ Oscar M. Bean | Director |
| _____ Frank A. Baer, III | Director |
| * _____ Dewey S. Bensenhaver, M.D. | Director |
| * _____ James M. Cookman | Director |
| _____ John W. Crites | Director |
| * _____ Patrick N. Frye | Director |
| * _____ James Paul Geary, II | Director |
| * _____ Thomas J. Hawse, III | Director |

| | |
|--------------------------------------|----------|
| * _____ Phoebe Fisher Heishman | Director |
| * _____ Gary L. Hinkle | Director |
| * _____ Gerald W. Huffman | Director |
| * _____ Duke A. McDaniel | Director |
| * _____ Ronald F. Miller | Director |
| _____ G. R. Ours, Jr. | Director |
| * _____ Charles S. Piccirillo | Director |

* Signed pursuant to power of attorney dated October 27, 2007.
