MIDDLEFIELD BANC CORP
Form 8-K
June 22, 2007

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): June 19, 2007
Middlefield Banc Corp.

(Exact name of registrant specified in its charter)

Ohio	000-32561	34-1585111
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

15985 East High Street, Middlefield, Ohio	44062-0035
(Address of principal executive offices)	(Zip Code)

Registrant s telephone number, including area code (440) 632-1666
[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):

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On June 19, 2007, The Middlefield Banking Company (the Bank), a wholly owned subsidiary of Middlefield Banc Corp. received regulatory approval from the Federal Deposit Insurance Corporation for the previously announced acquisition of certain deposit liabilities attributable to Geauga Savings Bank s (Geauga) branch office located at Harrington Square, 15561 Kinsman Road (Route 87), Middlefield, OH, 44062, as well as certain other Geauga deposit liabilities. This transaction will result in the Bank assuming approximately $21 million of deposits from Geauga. The Bank will also pay a 10% deposit premium, or approximately $2.1 million. The dollar amounts of the deposits are subject to adjustment in the event that there are changes in deposit balances between the date the parties entered into the Agreement and the closing of the transaction. The acquisition of the deposit liabilities from Geauga is expected to close in the summer of 2007, subject to satisfaction of certain other closing conditions set forth in the Agreement.

Item 9.01(d) Exhibits

2.1 Branch Purchase and Assumption Agreement dated March 23, 2007*

*Filed previously with Middlefield s Current Report on Form 8-K on March 29, 2007

Signatures

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.

Middlefield Banc Corp.

June 22, 2007

Date:/s/ James R. Heslop II
James R. Heslop II
Executive Vice President and COO