

WESBANCO INC
Form 8-K
August 29, 2018

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): August 14, 2018

WesBanco, Inc.

(Exact name of registrant as specified in its charter)

West Virginia 000-08467 55-0571723
(State or other jurisdiction (Commission File Number) (IRS Employer
of incorporation) Identification No.)

1 Bank Plaza, Wheeling, WV 26003
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code (304) 234-9000

Former name or former address, if changed since last report Not Applicable

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240-12b-2 of this chapter). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01 Other Events

On August 14, 2018, WesBanco, Inc. (the "Company") provided a Notice of Redemption to the holders of Guaranty Financial Services, Inc. Floating Rate Junior Subordinated Deferrable Interest Debentures due 2033 (the "Securities"), which complied with requirements of providing a Notice of Redemption not more than 60 days and not less than 30 days prior to redemption. The final date to provide a Notice of Redemption was August 27, 2018 for redemption on September 26, 2018 (the "Redemption Date"). The Securities will be redeemed in full at a redemption price of 100% of the principal plus accrued and unpaid interest on the Redemption Date. The aggregate redemption price, excluding accrued interest, will total approximately \$4.1 million. Interest on the Securities will no longer accrue on or after the Redemption Date.

Guaranty Financial Statutory Trust I (the "Trust") is a Delaware trust established in 2003 by Guaranty Financial Services, Inc., which was merged with and into WesBanco, Inc. in April 2018 as a result of the Company's acquisition of First Sentry Bancshares, Inc. The Trust owns Junior Subordinated Debentures issued by the Company which are also being redeemed on September 26, 2018.

Payment of the redemption price for the Securities will be made by U.S. Bank National Association, as paying agent. Payment will be made upon presentation and surrender of the Securities to the paying agent for cancellation at the address specified in the Notice of Redemption.

Item 9.01 Financial Statements and Exhibits

Exhibits: 99.1 - Notice of Redemption to the holders of Guaranty Financial Services, Inc. Floating Rate Junior Subordinated Deferrable Interest Debentures due 2033.
d)

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.

WesBanco, Inc.
(Registrant)

Date: August 29, 2018 /s/ Robert H. Young
Robert H. Young
Executive Vice President and
Chief Financial Officer