
FEDERAL DEPOSIT INSURANCE CORPORATION
Washington, D.C. 20429

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 26, 2019

CARTER BANK & TRUST

(Exact name of registrant as specified in its charter)

| | | |
|--|---|---|
| Virginia (State or other jurisdiction of incorporation) | N/A (Commission File Number) | 20-5539935 (IRS Employer Identification No.) |
|--|---|---|

| | |
|--|----------------------------|
| 1300 KINGS MOUNTAIN ROAD MARTINSVILLE, VIRGINIA (Address of principal executive offices) | 24112 (Zip Code) |
|--|----------------------------|

Registrant's telephone number, including area code **(276)656-1776**

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))

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|-----------------------------|-------------------|---|
| Common Stock, \$1 par value | CARE | Nasdaq Global Select Market |

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 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 5.07 Submission of Matters to a Vote of Security Holders.

The 2019 Annual Meeting of Shareholders of Carter Bank & Trust (“Annual Meeting”) was held on June 26, 2019. A total of 20,700,228 of the Bank’s shares were present or represented by proxy at the Annual Meeting. Set forth below is a brief description of each matter voted upon at the Annual Meeting and the voting results with respect to each matter.

Proposal #1

To elect the 13 Directors below to serve until the 2020 Annual Meeting of Shareholders or until their successors are elected:

| | <u>For</u> | <u>Withhold Authority</u> | <u>Broker Non-Votes</u> |
|------------------------|-------------------|----------------------------------|--------------------------------|
| Michael R. Bird | 12,548,957 | 2,138,798 | 6,012,473 |
| Robert W. Conner | 14,305,206 | 382,549 | 6,012,473 |
| Gregory W. Feldmann | 14,333,177 | 354,578 | 6,012,473 |
| Chester A. Gallimore | 13,934,754 | 753,001 | 6,012,473 |
| Charles E. Hall | 14,323,659 | 364,096 | 6,012,473 |
| James W. Haskins | 13,845,162 | 842,593 | 6,012,473 |
| Phyllis Q. Karavatakis | 12,554,106 | 2,133,649 | 6,012,473 |
| Lanny A. Kyle, O.D. | 14,329,300 | 358,455 | 6,012,473 |
| George W. Lester, II | 14,320,108 | 367,647 | 6,012,473 |
| E. Warren Matthews | 14,311,484 | 376,271 | 6,012,473 |
| Catharine L. Midkiff | 14,307,403 | 380,352 | 6,012,473 |
| Joseph E. Pigg | 13,911,411 | 776,344 | 6,012,473 |
| Litz H. Van Dyke | 14,311,237 | 376,518 | 6,012,473 |

Proposal #2

Ratification of the appointment of the independent registered public accounting firm of Crowe LLP as the independent auditors of the Bank for the fiscal year ending December 31, 2019.

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Non-Votes</u> |
|-------------------|-----------------------|-----------------------|-------------------------|
| 19,686,652 | 888,423 | 125,153 | 0 |

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.

Carter Bank & Trust

Date: June 27, 2019

By: /s/ Wendy S. Bell
Wendy S. Bell
Executive Vice President & Chief
Financial Officer