

Section 1: 8-K (CURRENT REPORT ON FORM 8-K FOR THE PERIOD JULY 1, 2019)

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) July 1, 2019

Richmond Mutual Bancorporation, Inc.

(Exact name of registrant as specified in its charter)

Maryland

(State or other jurisdiction
of incorporation)

333-230184

(Commission File No.)

36-4926041

(IRS Employer
Identification No.)

31 North 9th Street, Richmond, Indiana

(Address of principal executive offices)

47374

(Zip Code)

Registrant's telephone number, including area code: (765) 962-2581

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:

- 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, par value \$0.01 per share	RMBI	The NASDAQ Stock Market LLC

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 July 1, 2019, Richmond Mutual Bancorporation, Inc. (“RMBI”) announced that it has become the holding company for First Bank Richmond (the “Bank”) in connection with the completion of the Bank’s reorganization from the mutual holding company form of organization to the stock holding company form of organization. RMBI has also completed its related stock offering. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits

- (d) Exhibits
[99.1](#) Press release dated July 1, 2019

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 thereunto duly authorized.

RICHMOND MUTUAL BANCORPORATION, INC.

Date: July 1, 2019

By: /s/ Donald A. Benziger
Donald A. Benziger
Executive Vice President and CFO

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Section 2: EX-99.1 (PRESS RELEASE DATED JULY 1, 2019)

Exhibit 99.1

RICHMOND MUTUAL BANCORPORATION, INC., AND FIRST BANK RICHMOND ANNOUNCE COMPLETION OF REORGANIZATION AND STOCK OFFERING

RICHMOND, IN (July 1, 2019) – Richmond Mutual Bancorporation, Inc. (“RMBI”) announced today that it has become the holding company for First Bank Richmond (the “Bank”) in connection with the completion of the Bank’s reorganization from the mutual holding company form of organization to the stock holding company form of organization. RMBI has also completed its related stock offering. RMBI’s common stock (CUSIP Number 76525P 100) will begin trading on the Nasdaq Capital Market under the symbol “RMBI” on July 2, 2019.

RMBI sold 13,026,625 shares of common stock at \$10.00 per share, for gross offering proceeds of \$130,266,250. The offering was oversubscribed in the first priority category of the subscription offering by eligible account holders, whose valid orders were filled in accordance with the allocation procedures described in the prospectus and as set forth in the plan of reorganization. Neither supplemental eligible account holders as of March 31, 2019, nor any other subscribers had their orders filled.

The transfer agent, Broadridge Corporate Issuer Solutions, Inc., will mail full or partial refunds due to subscribers as a result of the oversubscription of the stock offering and will mail stock ownership statements notifying subscribers of the number of shares of RMBI common stock they received pursuant to the allocation process, commencing July 2, 2019. If you were a

subscriber in the first priority category and would like to confirm your allocation, allocation information is available online at <https://allocations.kbw.com>. You may also contact the stock information center at 1-(844) 265-9680 (toll free). The stock information center will be open weekdays from 10:00 a.m. until 4:00 p.m., Eastern Time.

The Bank's Employee Stock Ownership Plan ("ESOP") was unable to purchase any shares in the offering as a result of the oversubscription. As a result, the ESOP intends to purchase up to 1,082,130 shares of RMBI common stock in the aftermarket, equal to 8.0% of the shares sold in the offering and issued to the charitable foundation.

First Bank Richmond, headquartered in Richmond, Indiana, is a community-oriented financial institution offering traditional financial and trust services within its local communities through its eight full service locations in Richmond, Centerville, Cambridge City and Shelbyville, Indiana, its five full service locations in Sidney, Piqua and Troy, Ohio and its loan production office in Columbus, Ohio.

This press release contains certain forward-looking statements about the reorganization and offering. These include statements regarding the anticipated mailing date of subscription refunds and stock allocation letters. Forward-looking statements include statements regarding anticipated future events and can be identified by the fact that they do not relate strictly to historical or current facts. They often include words such as "believe," "expect," "anticipate," "estimate," and "intend" or future or conditional verbs such as "will," "would," "should," "could," or "may." Forward-looking statements, by their nature, are subject to risks and uncertainties. Certain factors that could cause actual results to differ materially from expected results include delays in processing subscription refunds, regulatory delays, increased competitive pressures, changes in the interest rate environment, general economic conditions or conditions within the securities markets, and legislative and regulatory changes that could adversely affect the business in which RMBI and the Bank are engaged.

The shares of common stock of RMBI are not savings accounts or savings deposits, may lose value and are not insured by the Federal Deposit Insurance Corporation or any other government agency.

Contacts

Richmond Mutual Bancorporation, Inc.

Garry D. Kleer, Chairman, President and Chief Executive Officer

Donald A. Benziger, Executive Vice President and Chief Financial Officer

(765) 962-2581

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