

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**

October 19, 2022

Date of Report (Date of earliest event reported)

THE BANK OF PRINCETON

(Exact name of registrant as specified in its charter)

New Jersey
(State or other jurisdiction
of incorporation)

58513
(FDIC
Certificate Number)

68-0645074
(IRS Employer
Ident. No.)

183 Bayard Lane, Princeton, New Jersey
(Address of principal executive offices)

08540
(Zip Code)

(609) 921-1700
Registrant's telephone number, including area code

N/A
(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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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 October 19, 2022, The Bank of Princeton announced that its Board of Directors declared a cash dividend of \$0.25 per share of common stock. The dividend will be payable November 25, 2022 to shareholders of record as of November 4, 2022. A copy of the press release is attached hereto as Exhibit 99.1 and is incorporated here by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits:

99.1 Press Release issued October 19, 2022.

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.

THE BANK OF PRINCETON

Dated: October 19, 2022

By: /s/ George S. Rapp
George S. Rapp
Executive Vice President and
Chief Financial Officer

EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release issued October 19, 2022

For Immediate Release**Contact George Rapp****609.454.0718**grapp@thebankofprinceton.com

The Bank of Princeton Announces Declaration of a \$0.25 Quarterly Cash Dividend

Princeton, NJ, October 19, 2022 / PRNewswire / - The Bank of Princeton (the “Bank”) (NASDAQ – BPRN) announced that its Board of Directors, at a meeting held on October 19, 2022, declared a cash dividend of \$0.25 per share of the common stock of the Bank. This dividend will be paid on November 25, 2022 to shareholders of record at the close of business on November 4, 2022. “This dividend reflects the Board of Director’s commitment in providing a return to shareholders,” stated Edward Dietzler, President and CEO.

The paying of cash dividends on a quarterly basis is subject to a determination and declaration each quarter by its Board of Directors, which will take into account a number of factors, including the financial condition of the Bank, and any applicable legal and regulatory restrictions on the payment of dividends by the Bank. If paid, such dividends may be reduced or eliminated in future periods.

About The Bank of Princeton

The Bank of Princeton is a community bank founded in 2007. The Bank is a New Jersey state-chartered commercial bank with nineteen branches in New Jersey, including three in Princeton and others in Bordentown, Browns Mills, Chesterfield, Cream Ridge, Deptford, Hamilton, Lakewood, Lambertville, Lawrenceville, Monroe Township, New Brunswick, Pennington, Piscataway, Princeton Junction, and Sicklerville. There are also four branches in the Philadelphia, Pennsylvania area. The Bank of Princeton is a member of the Federal Deposit Insurance Corporation (“FDIC”).

Forward-Looking Statements

The Bank of Princeton may from time to time make written or oral “forward-looking statements,” including statements contained in the Bank’s filings with the FDIC, in its reports to stockholders and in other communications by the Bank (including this press release), which are made in good faith by the Bank pursuant to the “safe harbor” provisions of the Private Securities Litigation Reform Act of 1995 and Section 21E of the Securities Exchange Act of 1934, as amended.

These forward-looking statements involve risks and uncertainties, such as statements of the Bank’s plans, objectives, expectations, estimates and intentions that are subject to change based on various important factors (some of which are beyond the Bank’s control). The following factors, among others, could cause the Bank’s financial performance to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements: the impact of the recent global coronavirus outbreak, the strength of the United States economy in general and the strength of the local economies in which the Bank conducts operations; the effects of, and changes in, trade, monetary and fiscal policies and laws, including interest rate policies of the Board of Governors of the Federal Reserve System; inflation, interest rate, market and monetary fluctuations; market volatility; the value of the Bank’s products and services as perceived by actual and prospective customers, including the features, pricing and quality compared to competitors’ products and services; the willingness of customers to substitute competitors’ products and services for the Bank’s products

and services; credit risk associated with the Bank's lending activities; risks relating to the real estate market and the Bank's real estate collateral; the impact of changes in applicable laws and regulations and requirements arising out of our supervision by banking regulators; other regulatory requirements applicable to the Bank; technological changes; acquisitions; changes in consumer spending and saving habits; those risks set forth in the Bank's Annual Report on Form 10-K for the year ended December 31, 2021 under the heading "Risk Factors," and the success of the Bank at managing the risks involved in the foregoing.