

SHORE BANCSHARES INC
Form 8-K
January 21, 2011

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): January 20, 2011

SHORE BANCSHARES, INC.
(Exact name of registrant as specified in its charter)

Maryland 0-22345 52-1974638
(State or other(Commission (I R S
jurisdiction of file number) Employer
incorporation Identification
or No.)
organization)

18 East Dover Street, Easton, Maryland 21601
(Address of principal executive offices) (Zip Code)

(410) 822-1400
(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 obligations 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))

INFORMATION TO BE INCLUDED IN THE REPORT

ITEM 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.

(a) Amendment to By-Laws.

On January 20, 2011, the Board of Directors of Shore Bancshares, Inc. (the "Corporation") amended Section 3 of Article II of the Corporation's Amended and Restated By-Laws to (i) eliminate a provision therefrom that prohibited a person who has attained the age of 72 from standing for election to the Board and (ii) clarify that, in the event the number of directors is changed, a director who is elected by the Board, rather than by stockholders, to fill a vacancy resulting therefrom shall serve until the next annual meeting of stockholders and until his or her successor is elected and qualifies, as required by Section 2-407(c) of the Maryland General Corporation Law.

The amendments are evidenced by a Second Amendment to Amended and Restated By-Laws of Shore Bancshares, Inc., a copy of which is filed herewith as Exhibit 3.2.

ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits.

Exhibit 3.2 Second Amendment to Amended and Restated By-Laws (filed herewith).

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) 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.

SHORE BANCSHARES, INC.

Dated: January 21, 2011

By: /s/ W. Moorhead Vermilye
W. Moorhead Vermilye
Chief Executive Officer

EXHIBIT INDEX

Exhibit Number	Description
3.2	Second Amendment to Amended and Restated By-Laws (filed herewith).

-3-
