

SUMMIT FINANCIAL GROUP INC  
Form S-8 POS  
September 25, 2014

---

---

As filed with the Securities and Exchange Commission on September 25, 2014  
Registration Statement No. 333-170145

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

---

POST-EFFECTIVE AMENDMENT NO. 1

TO

FORM S-8  
REGISTRATION STATEMENT  
UNDER  
THE SECURITIES ACT OF 1933

---

Summit Financial Group, Inc.  
(Exact name of registrant as specified in its charter)

---

West Virginia  
(State or other jurisdiction  
of  
incorporation or  
organization)

300 North Main Street

55-0672148  
(I.R.S. Employer  
Identification No.)

26836

Moorefield, West Virginia  
(Address of Principal  
Executive Offices)

Zip Code

---

2009 OFFICER STOCK OPTION PLAN

---

H. Charles Maddy, III, Agent for Service  
Chief Executive Officer  
300 North Main Street  
Moorefield, West Virginia 26836  
(304) 530-1000

---

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

(Do not check  
if a smaller  
reporting

Non-accelerated filer  company)

Smaller reporting company

---

DEREGISTRATION OF UNSOLD SECURITIES

On October 21, 2010, Summit Financial Group, Inc. (the “Company”) filed with the Securities and Exchange Commission a Registration Statement on Form S-8 (Registration Statement No. 33-170145) (the “Form S-8”) registering 350,000 shares of the Company’s Common Stock, \$2.50 par value (the “Shares”), to be issued to participants under the 2009 Officer Stock Option Plan (the “Plan”). To date, options to purchase an aggregate of 8,000 Shares have been awarded under the Plan. Upon approval of the Summit Financial Group, Inc. 2014 Long-Term Incentive Plan by the Company’s shareholders on May 15, 2014, the remaining 342,000 Shares that are unissued under the Plan will cease to be available for award under the Plan. This Post-Effective Amendment No. 1 to the Registration Statements on Form S-8 is being filed in order to deregister 342,000 Shares that were registered under the Forms S-8 and remain unissued under the Plan.

PART II  
INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits

See Exhibit Index attached hereto.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to the Registration Statement to be signed on its behalf by the undersigned thereunto duly authorized, in the City of Moorefield, State of West Virginia, on this 25th day of September, 2014.

SUMMIT FINANCIAL GROUP, INC.

By: /s/ H. Charles Maddy, III  
H. Charles Maddy, III  
President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed below by the following persons in the capacities indicated on September 25, 2014.

Signature	Title
By: /s/ H. Charles Maddy, III H. Charles Maddy, III	President and Chief Executive Officer (Principal Executive Officer) and Director
By: /s/ Robert S. Tissue Robert S. Tissue	Senior Vice President and Chief Financial Officer (Principal Financial Officer)
By: /s/ Julie R. Cook Julie R. Cook	Vice President and Chief Accounting Officer (Principal Accounting Officer)
By: /s/ Oscar M. Bean* Oscar M. Bean	Chairman of the Board and Director
By: Dewey F. Bensenhaver	Director
By: /s/ J. Scott Bridgeforth* J. Scott Bridgeforth	Director

By: /s/ James M. Cookman\*  
James M. Cookman                      Director

By: /s/ John W. Crites\*  
John W. Crites                              Director

By:  
James P. Geary, II                          Director

By: /s/ Georgette R. George\*  
Georgette R. George                      Director

By: /s/ Thomas J. Hawse, III\*  
Thomas J. Hawse, III                      Director

By: /s/ Phoebe Fisher Heishman\*  
Phoebe Fisher Heishman                Director

By: /s/ Gary L. Hinkle\*  
Gary L. Hinkle                              Director

By: /s/ Jeffrey E. Hott\*  
Jeffrey E. Hott                              Director

By: /s/ Gerald W. Huffman\*  
Gerald W. Huffman                        Director

By: /s/ Duke A. McDaniel\*  
Duke A. McDaniel                         Director

By: /s/ George W. Pace\*                      Director  
George W. Pace

By: /s/ Charles Piccirillo\*                      Director  
Charles Piccirillo

\*By: /s/ H. Charles Maddy, III  
H. Charles Maddy, attorney-in-fact  
for each of the persons indicated

SUMMIT FINANCIAL GROUP, INC.

POST EFFECTIVE AMENDMENT NO. 1 TO REGISTRATION STATEMENT ON FORM S-8

EXHIBITS INDEX

Item 601 Paragraph (b) Reference	Exhibit
(23)	Consent of Arnett Foster Toothman PLLC
(24)	Power of Attorney

