

ORRSTOWN FINANCIAL SERVICES INC  
Form SC 13G/A  
February 13, 2013

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

SCHEDULE 13G  
(Rule 13d-102)  
(Amendment No. 3)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2(b)1

ORRSTOWN FINANCIAL SERVICES, INC

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(Name of Issuer)

Common Stock

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(Title of Class of Securities)

687380105

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(CUSIP Number)

**December 31, 2012**

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which  
this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

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1 The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).



CUSIP No. 687380105

SCHEDULE 13G

1) Name and I.R.S. Identification No. of Reporting Person:

Orrstown Financial Services  
Tax Id #  
23-2530374

2) Check the Appropriate Box if a Member of a Group:

(A) ..

(B) ..

3) SEC Use Only

4) Citizenship of Place of Organization

Shippensburg, Pennsylvania 17257

5) Sole Voting Power

52,322

Number of	_____
Shares	6) Shared Voting Power
Beneficially	
Owned by	397,316
Each	_____

Reporting	7) Sole Dispositive Power
Person	
With:	0

8) Shared Dispositive Power

0

9) Aggregate Amount Beneficially Owned by Each Reporting Person:

606,471

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares

..

11) Percent of Class Represented by Amount in Row (9):

7.50%

12) Type of Reporting Person:

BANK

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- Item 1. (a) Name of Issuer:  
Orrstown Financial Services, Inc.
- (b) Address:  
77 East King Street  
P.O. Box 250  
Shippensburg, PA 17257
- Item 2. (a) Name of Person Filing:  
Orrstown Financial Services, Inc.
- (b) Address:  
77 East King Street  
P.O. Box 250  
Shippensburg, PA 17257
- (c) N/A
- (d) Common stock
- (e) 687380105
- Item 3. Bank
- Item 4. Amount Beneficially owned: 606,471 shares of common stock  
Percent of class: 7.5%
- Item 5. N/A
- Item 6. N/A
- Item 7. N/A
- Item 8. N/A
- Item 9. N/A
- Item 10. By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.



SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Orrstown Bank

Dated: February 13, 2013

By:

/s/ Robert Russoli  
Robert Russoli  
Chief Trust Officer