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CITIZENS & NORTHERN CORP  
Form 8-K  
January 12, 2005

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 12, 2005

CITIZENS & NORTHERN CORPORATION  
(Exact name of registrant as specified in its charter)

|  |                                      |  |
|--|--------------------------------------|--|
| Pennsylvania   | 0-16084                              | 23-2451943                                       |
| -----<br>(State or other jurisdiction of<br>incorporation) | -----<br>(Commission<br>File Number) | -----<br>(I.R.S. Employer<br>Identification No.) |

|  |                     |
|--|---------------------|
| 90-92 Main Street, Wellsboro, PA                 | 16901               |
| -----<br>(Address of Principal Executive Office) | -----<br>(Zip Code) |

Registrant's telephone number, including area code (570) 724-3411

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))

SECTION 8 - OTHER EVENTS

ITEM 8.01 OTHER EVENTS

Citizens & Northern Corporation's ("C&N") application to list its common stock on the NASDAQ SmallCap Market has been approved and the stock will be listed effective Thursday, January 13, 2005. The trading symbol for C&N's shares will

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be CZNC. Previously, C&N's common stock was listed on the Over-the-Counter Bulletin Board under the symbol CZNC.OB.

### SECTION 9 - FINANCIAL STATEMENTS AND EXHIBITS

#### ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

##### (c) EXHIBITS

Exhibit 99 - Press Release issued by C&N dated January 12, 2005, titled "Citizens & Northern Stock Approved for NASDAQ SmallCap Market Listing."

### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned thereunto duly authorized.

CITIZENS & NORTHERN CORPORATION

Date: 1/12/05

By: Craig G. Litchfield /s/

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Name: Craig G. Litchfield  
Title: Chairman, President and  
Chief Executive Officer