

CSB BANCORP INC /OH  
Form 8-K  
June 24, 2011

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**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) June 24, 2011  
CSB Bancorp, Inc.  
(Exact name of registrant as specified in its charter)**

|  |                          |   |
|--|--------------------------|---|
| Ohio   | 0-21714                  | 34-1687530                              |
| (State or other jurisdiction<br>of incorporation)        | (Commission File Number) | (IRS Employer<br>Identification Number) |
| 91 North Clay Street, P.O. Box 232,<br>Millersburg, Ohio |                          | 44654                                   |

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code (330) 674-9015

Not Applicable

(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 communication 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))
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**ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT.**

On June 24, 2011, CSB Bancorp, Inc., (the Company ) issued a press release announcing that The Commercial and Savings Bank of Millersburg, Ohio, the Company s wholly-owned subsidiary (the Bank ), entered into a Purchase and Assumption Agreement, dated as of June 23, 2011 (the Purchase and Assumption Agreement ) with Premier Bank & Trust, National Association ( Premier ), a national banking association and wholly-owned subsidiary of Ohio Legacy Corp. to acquire certain assets and assume certain liabilities of two full-service branch offices of Premier located in Wooster, Ohio (the Branch Acquisition ). Under the terms of the Agreement, the Bank will purchase specified assets of the branches, including real estate, furniture and equipment and approximately \$8.5 million in loans, while assuming the deposits associated with the branches (which are anticipated to be between \$70 and \$77 million). The Bank has agreed to pay a premium of 5.0% of deposits assumed based on the average balance of deposits during a pre-determined period prior to the transaction closing date. The Branch Acquisition is subject to customary closing conditions, including receipt of applicable regulatory approvals. The Company intends to consummate the Branch Acquisition during the fourth quarter of 2011.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

| Exhibit No. | Description |
|-------------|-------------|
|-------------|-------------|

|      |                                     |
|------|-------------------------------------|
| 99.1 | Press release dated June 24 , 2011. |
|------|-------------------------------------|

**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.

**CSB Bancorp, Inc.**

By: /s/ Paula J. Meiler  
Paula J. Meiler  
Senior Vice President and Chief  
Financial Officer

Date: June 24, 2011