### 8-K 1 form8k\_070221.htm CULLMAN BANCORP, INC. FORM 8-K JULY 2, 2021

# 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): July 2, 2021

#### **CULLMAN BANCORP, INC.**

(Exact Name of Registrant as Specified in Charter)

Maryland
(State or Other Jurisdiction of Incorporation)

333-254220 (Commission File No.) 61-1990996 (I.R.S. Employer Identification No.)

316 Second Avenue, SW, Cullman, Alabama (Address of Principal Executive Offices)

35055 (Zip Code)

Registrant's telephone number, including area code: (256) 734-1740

### 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 (see General Instruction A.2. below):

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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class
None

Trading
Symbol(s)
Name of each exchange on which registered

None

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

## Item 8.01 Other Events

On July 2, 2021, the stockholders of Cullman Bancorp, Inc. and the members of Cullman Savings Bank, MHC (the "MHC") approved the MHC's Plan of Conversion and Reorganization, and the related contribution of shares of common stock and cash to a new charitable foundation. The closing of the transactions contemplated by the Plan of Conversion and Reorganization, including the stock offering of Cullman Bancorp, Inc., a Maryland corporation, remains subject to customary regulatory approvals.

# Item 9.01 Financial Statements and Exhibits

Not applicable.

#### **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.

#### **CULLMAN BANCORP, INC.**

| DATE: July 6, 2021 | By:   | <u>/s/</u>  | John           | A.        | Riley, | III |
|--------------------|-------|-------------|----------------|-----------|--------|-----|
| •                  | John  | A. Riley, I | III            |           | •      |     |
|                    | Presi | dent and C  | hief Executive | e Officer |        |     |

# **SIGNATURES**

| Pursuant to t          | he requirements of | the Securities | Exchange    | Act of 1 | 1934, the | Registrant | has duly | caused | this r | repor |
|------------------------|--------------------|----------------|-------------|----------|-----------|------------|----------|--------|--------|-------|
| to be signed on its be | half by the unders | igned, hereunt | o duly auth | orized.  |           |            |          |        |        |       |

# **CULLMAN BANCORP, INC.**

| DATE: July 6, 2021 | By:  | <u>/s/</u>  | John           | A.        | Riley, | II |
|--------------------|------|-------------|----------------|-----------|--------|----|
|                    | John | A. Riley, I | II             |           |        |    |
|                    | Pres | ident and C | hief Executive | e Officer |        |    |