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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)  
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): December 10, 2008**

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**MID PENN BANCORP, INC.**

(Exact name of registrant as specified in its charter)

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**Pennsylvania**  
(State or other jurisdiction  
of incorporation)

**1-13677**  
(Commission File Number)

**25-1666413**  
(IRS Employer  
Identification No.)

**349 Union Street, Millersburg, Pennsylvania**  
(Address of principal executive offices)

**17061**  
(Zip Code)

**(717) 692.2133**  
(Registrant's telephone number, including area code)

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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))
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**Item 8.01 Other Events.**

On December 10, 2008, at a special meeting of shareholders held at 10:00 a.m. at Mid Penn Bank, 349 Union Street, Millersburg, PA, Mid Penn Bancorp's shareholders approved and adopted the amendment to the corporation's articles of incorporation authorizing up to 10,000,000 shares of preferred stock. 2,280,861 shares voted in favor of the amendment, 98,037 shares voted against the amendment, and 2,916 shares abstained.

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**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.

**MID PENN BANCORP, INC.**

(Registrant)

Dated: December 10, 2008

/s/ Kevin W. Laudenslager

Kevin W. Laudenslager

Vice President and Treasurer

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