

MIDDLEFIELD BANC CORP

Form 8-K

April 12, 2004

**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):** April 12, 2004

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Middlefield Banc Corp.

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**(Exact name of registrant as specified in its charter)**

Ohio

000-32561

34-1585111

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

**(Commission file number)**

**(IRS employer identification  
number)**

15985 East High Street, Middlefield, Ohio

44062-0035

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**(Address of principal executive offices)**

**(Zip Code)**

**Registrant's telephone number, including area code:** (440) 632-1666

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N/A

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**(Former name or former address, if changed since last report)**

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**Item 5. Other Events and Regulation FD Disclosure.**

Effective April 12, 2004, Middlefield Banc Corp. has appointed American Stock Transfer & Trust Company as its new stock transfer agent. American Stock Transfer & Trust Company, headquartered at 59 Maiden Lane, Plaza Level, New York, New York 10038, replaces The Middlefield Banking Company and is not affiliated with Middlefield Banc Corp. in any way.

**Item 7. Financial Statements and Exhibits.**

(c) Exhibits.

None.

**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.

**Middlefield Banc Corp.**

**Dated:** April 12, 2004

By: /s/ Thomas G. Caldwell

Thomas G. Caldwell

Its: President and Chief Executive Officer