

**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): May 15, 2014**

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**CUSTOMERS BANCORP, INC.**  
(Exact Name of Registrant as specified in its charter)

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

**001-35542**  
(Commission File Number)

**27-2290659**  
(I.R.S. Employer  
Identification No.)

**1015 Penn Avenue**  
**Suite 103**  
**Wyomissing PA 19610**

**Registrant's telephone number, including area code: (610) 933-2000**

**None**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions (see General Instructions 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 5.07. Submission of Matters to a Vote of Security Holders.**

Customers Bancorp, Inc. (the “Company”) held its Annual Meeting of Shareholders on May 15, 2014 for the purpose of considering and acting upon the below proposals. A total of 23,806,666 shares were outstanding and entitled to vote at the Annual Meeting, of which 19,139,332 shares were voted.

*1. To elect two Class III directors of the Company to serve a three-year term.*

The shareholders of the Company elected T. Lawrence Way and Steven J. Zuckerman as Class III directors to serve a three year term expiring in 2017 by the following vote:

	<b>FOR</b>	<b>WITHHELD</b>	<b>BROKER NON-VOTES</b>
T. Lawrence Way	14,898,377	1,835,958	2,404,997
Steven J. Zuckerman	10,949,107	5,785,228	2,404,997

The following additional directors continued in office after the Annual Meeting: Jay S. Sidhu, Bhanu Choudhrie, John R. Miller, and Daniel K. Rothermel.

*2. To adopt the Customers Bancorp, Inc. 2014 Employee Stock Purchase Plan.*

The shareholders of the Company adopted the Customers Bancorp, Inc. 2014 Employee Stock Purchase Plan by the following vote:

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>	<b>BROKER NON-VOTES</b>
9,821,770	6,893,721	18,844	2,404,997

*3. To ratify the appointment of BDO USA, LLP as the independent registered public accounting firm of the Company for the fiscal year ending December 31, 2014.*

The shareholders of the Company ratified the appointment of BDO USA, LLP as the independent registered public accounting firm for the fiscal year ending December 31, 2014 by the following vote:

<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
19,106,482	25,510	7,340

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**Item 7.01. Regulation FD.**

Attached hereto as Exhibit 99.1 and incorporated into this Item 7.01 by reference is a Press Release issued by the Company on May 15, 2014.

The information in this Current Report on Form 8-K, including the exhibit attached hereto and incorporated by reference into this Item 7.01, shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities under that Section. Furthermore, such information, including the exhibit attached hereto, shall not be deemed incorporated by reference into any of the Corporation’s reports or filings with the SEC, whether made before or after the date hereof, except as expressly set forth by specific reference in such report or filing. The information in this Current Report on Form 8-K, including the exhibits attached hereto, shall not be deemed an admission as to the materiality of any information in this report on Form 8-K that is required to be disclosed solely to satisfy the requirements of Regulation FD.

**Item 9.01. Financial Statements and Exhibits**  
(d) Exhibits.

Exhibit	Description
Exhibit 99.1	<a href="#">Press Release</a>

**SIGNATURE**

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.

**CUSTOMERS BANCORP, INC.**

By: /s/ Robert E. Wahlman

Name: Robert E. Wahlman

Title: Executive Vice President  
and Chief Financial Officer

Date: May 16, 2014

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EXHIBITS INDEX

Exhibit	Description
Exhibit 99.1	<a href="#">Press Release</a>



1015 Penn Avenue  
Wyomissing, PA 19610

**Contacts:**

Jay Sidhu, Chairman & CEO 610-935-8693  
Richard Ehst, President & COO 610-917-3263

**Investor Contact:**

Robert Wahlman, CFO 610-743-8074

## **Customers Bancorp, Inc. Declares 10% Stock Dividend**

**May 15, 2014/Wyomissing, PA** — Customers Bancorp, Inc. (NASDAQ: CUBI), the parent company of Customers Bank (collectively referred to as “Customers”), this morning announced the declaration of a 10% Stock Dividend to all shareholders of record as of May 27, 2014. This special stock dividend is payable on June 30, 2014 in the form of additional stock to all shareholders as of the record date.

“We have experienced an average annual growth rate in deposits of approximately 75% and loans of approximately 95% over the past four years and net income average growth rate of 300% since 2009. We remain optimistic about our future and the Board of Directors believe all shareholders will benefit from this stock dividend with increased liquidity in our stock”, said Jay Sidhu, Customers Chairman and CEO.” The earnings guidance we have previously provided reflects our hope to achieve approximately 17% average growth in earnings per share in 2014 and 2015,” added Bob Wahlman, Customers CFO.

### **About Customers Bancorp, Inc. and Customers Bank**

Customers Bancorp, Inc. is a bank holding company in Wyomissing, Pa., engaged in banking and related businesses through its subsidiary, Customers Bank. Customers Bank is a community-based, full-service bank with assets of \$5 billion. A member of the Federal Reserve System and deposits insured by the Federal Deposit Insurance Corporation (“FDIC”), Customers Bank is an equal housing lender that provides a full range of banking services to small and medium-sized businesses, professionals, individuals and families through offices in Pennsylvania, New York, Rhode Island, Massachusetts, New Jersey, and Northern Virginia. Committed to fostering customer loyalty, Customers Bank uses a High Tech/High Touch strategy that includes use of industry-leading technology to provide customers better access to their money, as well as a continually expanding portfolio of loans to small businesses, multi-family projects, mortgage companies and consumers. BankMobile, a division of Customers Bank, is a purely mobile banking platform scheduled to launch late summer 2014.

Customers Bancorp, Inc. is listed on the NASDAQ exchange under the symbol CUBI. Additional information about Customers Bancorp, Inc. can be found on the company's website, [www.customersbank.com](http://www.customersbank.com).

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### **"Safe Harbor" Statement**

In addition to historical information, this press release may contain "forward-looking statements" which are made in good faith by Customers Bancorp, Inc., pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, the Securities Act of 1933, as amended and the Securities Exchange Act of 1934, as amended. These forward-looking statements include statements with respect to Customers Bancorp, Inc.'s strategies, goals, beliefs, expectations, estimates, intentions, capital raising efforts, financial condition and results of operations, future performance and business. Statements preceded by, followed by or that include the words "may," "could," "should," "pro forma," "looking forward," "would," "believe," "expect," "anticipate," "estimate," "intend," "plan," or similar expressions generally indicate a forward-looking statement. These forward-looking statements involve risks and uncertainties that are subject to change based on various important factors (some of which, in whole or in part, are beyond Customers Bancorp, Inc.'s control). Numerous competitive, economic, regulatory, legal and technological factors, among others, could cause Customers Bancorp, Inc.'s financial performance to differ materially from the goals, plans, objectives, intentions and expectations expressed in such forward-looking statements. Customers Bancorp, Inc. cautions that the foregoing factors are not exclusive, and neither such factors nor any such forward-looking statement takes into account the impact of any future events. All forward-looking statements and information set forth herein are based on management's current beliefs and assumptions as of the date hereof and speak only as of the date they are made. For a more complete discussion of the assumptions, risks and uncertainties related to our business, you are encouraged to review Customers Bancorp, Inc.'s filings with the Securities and Exchange Commission, including its most recent annual report on Form 10-K, as well as any changes in risk factors that may be identified in its quarterly or other reports filed with the SEC. Customers Bancorp, Inc. does not undertake to update any forward looking statement whether written or oral, that may be made from time to time by Customers Bancorp, Inc. or by or on behalf of Customers Bank.

### **Company Contacts:**

Jay Sidhu, Chairman & CEO 610-935-8693

Richard Ehst, President & COO 610-917-3263

Robert Wahlman, CFO 610-743-8074

### **Investor Contact:**

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