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NORWOOD FINANCIAL CORP  
Form 8-K  
December 14, 2006

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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) DECEMBER 14, 2006

NORWOOD FINANCIAL CORP.

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(Exact name of registrant as specified in its charter)

|  |                                      |   |
|--|--------------------------------------|---|
| PENNSYLVANIA   | 0-28364                              | 23-2828306                                    |
| -----<br>(State or other jurisdiction<br>of incorporation) | -----<br>(Commission File<br>Number) | -----<br>(IRS Employer<br>Identification No.) |

|   |                     |
|---|---------------------|
| 717 MAIN STREET, HONESDALE, PENNSYLVANIA          | 18431               |
| -----<br>(Address of principal executive offices) | -----<br>(Zip Code) |

Registrant's telephone number, including area code: (570) 253-1455  
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NOT APPLICABLE

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(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)).

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INFORMATION TO BE INCLUDED IN REPORT  
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ITEM 8.01. OTHER EVENTS  
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On December 14, 2006, the Registrant announced that its Board of Directors had increased its quarterly dividend to \$.23 per share beginning with the dividend payable on February 1, 2007 to stockholders of record as of January 17, 2007. For further information, reference is made to the Registrant's press release, dated December 14, 2006, which is filed as Exhibit 99.1 hereto.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS  
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(c) The following exhibits are filed with this report.

| Number | Description                            |
|--------|--|
| -----  | -----                                  |
| 99.1   | Press Release, dated December 14, 2006 |

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.

NORWOOD FINANCIAL CORP.

Date: December 14, 2006

By: /s/ William W. Davis, Jr.  
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William W. Davis, Jr.  
President and Chief Executive Officer  
(Duly Authorized Representative)