



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:

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))

**Item 2.02 Results of Operations and Financial Condition**

On July 25, 2012, Tri-County Financial Corporation announced its results of operations and financial condition for the three and six months ended June 30, 2012. A copy of the press release announcing the financial results is included as Exhibit 99.1 to this report and is furnished herewith.

**Item 9.01 Financial Statements and Exhibits**

Exhibits

NumberDescription

99.1 Press Release dated July 25, 2012

2

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.

July 27, 2012 By: /s/ William J. Pasenelli  
William J. Pasenelli  
Executive Vice President and Chief Financial Officer