

FEDERAL DEPOSIT INSURANCE CORPORATION  
WASHINGTON, D.C. 20006

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): August 20, 2021

U.S. CENTURY BANK

(Exact name of registrant as specified in its charter)

Florida  
(State or other jurisdiction  
of incorporation)

52-2371258  
(IRS Employer  
Identification Number)

2301 N.W. 87th Avenue,  
Miami, FL  
(Address of principal  
executive offices)

33172  
(Zip Code)

(305) 715-5200  
(Registrant's telephone number, including area code)

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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of exchange on which registered</u>
Class A common stock, par value \$1.00 per share	USCB	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 8.01. Other Events.**

On August 20, 2021, U.S. Century Bank (the “Bank”) issued a notice of redemption to redeem all 5,275 shares of its Class C Non-Voting, Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share, with a liquidation preference of \$1,000 per share (the “Class C Preferred Stock”) and all 1,229,079 shares of its Class D Non-Voting, Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share, with a liquidation preference of \$5 per share (the “Class D Preferred Stock”). The redemption will occur on September 20, 2021 (the “Redemption Date”). The redemption price of the Class C Preferred Stock is equal to the liquidation preference of \$1,000 per share plus declared and unpaid dividends of \$14.222 per share accrued but unpaid for the current dividend period to, but excluding, the Redemption Date. The redemption price of the Class D Preferred Stock is equal to the liquidation preference of \$5 per share plus declared and unpaid dividends of \$0.0142 per share accrued but unpaid for the current dividend period to, but excluding, the Redemption Date.

The redemption is in accordance with the terms of the Bank’s Amended and Restated Articles of Incorporation, as amended. After giving effect to the redemption on the Redemption Date, no shares of Class C Preferred Stock or Class D Preferred Stock will remain outstanding and all rights with respect to such stock will cease and terminate, except the right to payment of the redemption price.

**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.

**U.S. CENTURY BANK**

By: /s/ Rob Anderson  
Name: Rob Anderson  
Title: Chief Financial Officer

Date: August 20, 2021