

**UNITED STATES
FEDERAL DEPOSIT INSURANCE CORPORATION
Washington, D.C. 20429**

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 17, 2020**

Bank OZK

(Exact name of registrant as specified in its charter)

Arkansas

(State or other jurisdiction of incorporation)

110

(FDIC Certificate Number)

71-0130170

(IRS Employer Identification No.)

17901 Chenal Parkway, Little Rock, Arkansas

(Address of principal executive offices)

72223

(Zip Code)

(501) 978-2265

(Registrant's telephone number, including area code)

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 (see General Instruction A.2.):

- () 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:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, \$0.01 par value per share	OZK	NASDAQ Global Select Market

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).

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 Information

On April 17, 2020, Bank OZK (the “Bank”) issued a press release announcing that, due to the ongoing public health impact of the COVID-19 pandemic, the Bank has changed the physical location of its 2020 Annual Meeting of Shareholders (the “Annual Meeting”). The Annual Meeting will now be held at the Bank’s corporate headquarters located at 17901 Chenal Parkway, Little Rock, AR, 72223, at the previously announced date and time (Monday, May 4, 2020, at 8:30 a.m., Central time).

The Bank also announced that it will offer virtual participation in the Annual Meeting, and strongly encourages shareholders to participate virtually in light of ongoing health concerns related to the spread of COVID-19. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

Further information regarding the changes to the Annual Meeting location and information for shareholders who plan to participate in the meeting can be found in the proxy supplement and Notice of Change of Location of Annual Meeting of Shareholders attached as Exhibit 99.2 to this Current Report on Form 8-K.

Cautionary Statements Regarding Forward-Looking Information

This Current Report on Form 8-K (including the exhibits filed herewith) and certain other communications by the Bank contain statements that constitute “forward-looking statements” within the meaning of, and subject to the protections of, Section 27A of the Securities Act of 1933 and Section 21E of the Exchange Act. Such statements are based on currently available information and are subject to various risks and uncertainties that could cause actual results to differ materially from the Bank’s present expectations. Undue reliance should not be placed on such forward-looking statements, as such statements speak only as of the date on which they are made and the Bank undertakes no obligation to update such statements. Additional information regarding these and other risks is contained in the Bank’s filings with the Federal Deposit Insurance Corporation.

Item 9.01 Financial Statements and Exhibits

(d) *Exhibits.*

- | | |
|------|---|
| 99.1 | Press Release: Bank OZK Announces Virtual Participation and Location Change for 2020 Annual Meeting of Shareholders |
| 99.2 | Notice of Change of Location of Annual Meeting of Shareholders to be Held on May 4, 2020 |

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.

BANK OZK

Date: April 17, 2020

By: /s/ Greg McKinney

Name: Greg McKinney

Title: Chief Financial Officer

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Document Description</u>
99.1	Press Release: Bank OZK Announces Virtual Participation and Location Change for 2020 Annual Meeting of Shareholders
99.2	Notice of Change of Location of Annual Meeting of Shareholders to be Held on May 4, 2020



NEWS RELEASE

Investor Relations Contact: Tim Hicks, (501) 978-2336
Media Contact: Susan Blair, (501) 978-2217
Date: April 17, 2020

Bank OZK Announces Virtual Participation and Location Change for 2020 Annual Meeting of Shareholders

LITTLE ROCK, ARKANSAS – Bank OZK (the “Bank”) (Nasdaq: OZK) today announced that due to the ongoing public health impact of the coronavirus pandemic (COVID-19) and to support the health and well-being of its employees, shareholders and the community, the Bank has moved the physical location of its 2020 Annual Meeting of Shareholders (the “Annual Meeting”) to the Bank’s corporate headquarters located at 17901 Chenal Parkway, Little Rock, Arkansas 72223 and has arranged for virtual participation at the Annual Meeting. The previously announced date and time of the meeting (Monday, May 4, 2020 at 8:30 a.m., Central Time) have not changed.

In light of ongoing health concerns related to the spread of COVID-19, the Bank strongly encourages shareholders to participate in the Annual Meeting virtually. We ask that any shareholders who plan to attend the meeting in person please notify us at least 24 hours in advance of the meeting by contacting us at investor.relations@ozk.com. In light of recent guidelines and measures established by federal and state authorities such as the Centers for Disease Control and Prevention restricting group gatherings, seating may be limited and attendees may be subject to health screening procedures consistent with practices advised by governmental authorities or otherwise in place for visitors to the Bank’s corporate office.

To be virtually admitted to the Annual Meeting go to www.virtualshareholdermeeting.com/OZK2020. You will need to log in with the unique control number included on your proxy card, voting instruction form or notice previously provided if you intend to vote at the meeting. No unique control number is needed if you intend to listen only.

Online access to the audio webcast will open approximately 15 minutes prior to the start of the Annual Meeting. If you encounter any difficulties accessing the virtual meeting during the check-in or meeting time, please call the technical support number that will be posted on the virtual Annual Meeting login page.

As described in the proxy materials for the Annual Meeting previously distributed, the Bank’s shareholders are entitled to participate in the Annual Meeting if they were a shareholder of record as of the close of business on February 25, 2020, the record date, or hold an appropriate legal proxy for the meeting provided by their bank, broker, or other nominee.

Whether or not a shareholder plans to attend the Annual Meeting virtually or in person, the Bank urges its shareholders to vote and submit their proxy in advance of the meeting by one of the methods described in the proxy materials for the Annual Meeting previously distributed. The proxy card included with the

proxy materials previously distributed will not be updated to reflect information provided above and may continue to be used to vote each shareholder's shares in connection with the Annual Meeting.

The Bank has also filed additional proxy materials with the Federal Deposit Insurance Corporation for a Notice of Change of Location of the Annual Meeting.

GENERAL INFORMATION

Bank OZK (Nasdaq: OZK) is a regional bank providing innovative financial solutions delivered by expert bankers with a relentless pursuit of excellence. Bank OZK is the #1 capitalized bank among the nation's top 100 banks by asset size, based on Tier 1 Leverage Capital Ratio at December 31, 2019, according to data obtained from S&P Global Market Intelligence. Bank OZK was named Best Bank in the South for 2019-2020 by Money, the personal finance news and advice brand. Headquartered in Little Rock, Arkansas, Bank OZK conducts banking operations through more than 250 offices in Arkansas, Georgia, Florida, North Carolina, Texas, Alabama, South Carolina, New York, California and Mississippi and had \$23.56 billion in total assets as of December 31, 2019. Bank OZK can be found at www.ozk.com and on [Facebook](#), [Twitter](#) and [LinkedIn](#) or contacted at (501) 978-2265 or P.O. Box 8811, Little Rock, Arkansas 72231-8811.

The Bank files annual, quarterly and current reports, proxy materials, and other information required by the Securities Exchange Act of 1934 with the Federal Deposit Insurance Corporation ("FDIC"), copies of which are available electronically at the FDIC's website at <https://efr.fdic.gov/fcxweb/efr/index.html> and are also available on the Bank's investor relations website at <http://ir.ozk.com>. To receive automated email alerts for these materials please visit <http://ir.ozk.com/EmailNotification> to sign up.



17901 Chenal Parkway
Little Rock, Arkansas 72223

**ADDITIONAL INFORMATION REGARDING THE ANNUAL MEETING OF
SHAREHOLDERS TO BE HELD ON MONDAY, MAY 4, 2020**

The following Notice of Change of Location relates to the proxy statement (the “Proxy Statement”) of Bank OZK (the “Bank”) dated March 13, 2020, furnished to shareholders of the Bank in connection with the solicitation of proxies by the Board of Directors of the Bank for use at the Annual Meeting of Shareholders to be held on Monday, May 4, 2020. This supplement to the Proxy Statement is being filed with the Federal Deposit Insurance Corporation as definitive additional soliciting materials and is being made available to shareholders on or about April 17, 2020.

THE NOTICE SHOULD BE READ IN CONJUNCTION WITH THE PROXY STATEMENT.

**NOTICE OF CHANGE OF LOCATION
OF ANNUAL MEETING OF SHAREHOLDERS
TO BE HELD ON MAY 4, 2020**

To the Shareholders of Bank OZK:

Due to the ongoing public health impact of the COVID-19 pandemic and to support the health and well-being of its employees, shareholders and the community, Bank OZK (the “Bank”) has moved the physical location of its 2020 Annual Meeting of Shareholders (the “Annual Meeting”) to the Bank’s corporate headquarters located at 17901 Chenal Parkway, Little Rock, Arkansas 72223 and has arranged for virtual participation at the Annual Meeting. The previously announced date and time of the meeting (Monday, May 4, 2020 at 8:30 a.m., Central Time) have not changed. The items of business are the same as set forth in the Notice of Annual Meeting and Proxy Statement for the Annual Meeting previously mailed or made available to shareholders.

Participating in the Meeting. In light of ongoing health concerns related to the spread of COVID-19, the Bank strongly encourages shareholders to participate in the Annual Meeting virtually. To be virtually admitted to the Annual Meeting, go to www.virtualshareholdermeeting.com/OZK2020. Online access to the audio webcast will open approximately 15 minutes prior to the start of the Annual Meeting. If you encounter any difficulties accessing the virtual meeting during the check-in or meeting time, please call the technical support number that will be posted on the virtual Annual Meeting login page.

We ask that any shareholders who plan to attend the meeting in person please notify us at least 24 hours in advance of the meeting by contacting us at investor.relations@ozk.com. In light of recent guidelines and measures established by federal and state authorities such as the Centers for Disease Control and Prevention restricting group gatherings, seating may be limited and

attendees may be subject to health screening procedures consistent with practices advised by governmental authorities or otherwise in place for visitors to the Bank's corporate office.

Voting Your Shares. Whether or not you plan to participate in the Annual Meeting, we urge you to vote and submit your proxy in advance of the meeting by one of the methods described in the proxy materials. You are also able to vote your eligible shares while attending the Annual Meeting virtually by following the instructions on the website at www.virtualshareholdermeeting.com/OZK2020. Shareholders will need to log in with the unique control number included on their proxy card, voting instruction form or notice previously provided if they intend to vote at the meeting. If you have already voted, you do not need to take any action unless you wish to change your vote.

Record Date. As described in the proxy materials for the Annual Meeting previously distributed, the record date for the meeting is February 25, 2020. You are entitled to participate in and vote at the Annual Meeting if you were a shareholder of record as of the record date or hold an appropriate legal proxy for the Annual Meeting provided by your broker, bank or other nominee.

Please note that the Bank's previously distributed proxy materials will not be updated to reflect the change in location of the Annual Meeting. You may continue to use the proxy card provided as part of those materials to vote your shares in connection with the Annual Meeting.

The Bank will publish final voting results of the Annual Meeting on a Form 8-K within four business days after the Annual Meeting.

By Order of the Board of Directors,

George G. Gleason
Chairman of the Board of Directors and
Chief Executive Officer
April 17, 2020