

Edgar Filing: ORRSTOWN FINANCIAL SERVICES INC - Form 13F-HR

ORRSTOWN FINANCIAL SERVICES INC  
Form 13F-HR  
February 06, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Form 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/2008

Check here if Amendment ; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.);  is a restatement,  
 adds new holdings entries.

Institutional Investment Manager Filing this Report: Ort & Co. (Nominee Name)

Name: Orrstown Financial Services, Inc.  
Address: P.O. Box 250  
77 E. King Street  
Shippensburg, PA 17257

Form 13F File Number: 28-13107

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Christopher J. Jackson  
Title: Vice President & Portfolio Manager  
Phone: 717-530-2655

Signature, Place, and Date of Signing:

|                            |                  |            |
|----------------------------|------------------|------------|
| /s/ Christopher J. Jackson | Shippensburg, PA | 02/06/2009 |
| -----                      | -----            | -----      |
| Signature                  | [City, State]    | [Date]     |

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

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List of Other Managers Reporting for this Manager:  
 [If there are no entries in this list, omit this section.]

NONE

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0  
 Form 13F Information Table Entry Total: 442  
 Form 13F Information Table Value Total: 80,840  
 (thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

NONE

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Below is a list of the equity securities that you have flagged on your Charlotte files as "13 F Securities" with a "13 F Investment Discretion" of SOLE or SHARED. Securities are listed by Security Type and in CUSIP number order within each Security Type. Security positions with an Investment Discretion of NONE, and Security Types 01-06, 12, 15, 16, 18-22, 25-27 and 34-37 are not included in this report.

FORM 13F INFORMATION TABLE

| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | OTH MANA |
|------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|----------------|----------|
| AGWAY INC                    |                | AG1987993 | 0               | 1               | SH      |           | SOLE           |          |
| CV CO-OP ASSOCIATION         |                | CVC675997 | 0               | 18              | SH      |           | SOLE           |          |
| ENERGY XXI (BERMUDA) LTD     | COM SHS        | G10082108 | 0               | 500             | SH      |           | SOLE           |          |
| ACCENTURE LTD BERMUDA        | CL A           | G1150G111 | 9               | 360             | SH      |           | SOLE           |          |
| CHINA YUCHAI INTERNATIONAL   | LTD            | G21082105 | 2               | 400             | SH      |           | SOLE           |          |
| COVIDIEN LTD                 | COM            | G2552X108 | 21              | 572             | SH      |           | SOLE           |          |
| ASA LIMITED                  | COM            | G3156P103 | 3               | 63              | SH      |           | SOLE           |          |
| GARMIN LTD                   | ORD            | G37260109 | 85              | 4450            | SH      |           | SOLE           |          |
| INGERSOLL-RAND COMPANY LTD   | CL A           | G4776G101 | 335             | 19300           | SH      |           | SOLE           |          |
| MARVELL TECHNOLOGY GROUP LTD | ORD            | G5876H105 | 113             | 16950           | SH      |           | SOLE           |          |
| MARVELL TECHNOLOGY GROUP LTD | ORD            | G5876H105 | 1               | 200             | SH      |           | DEFINED        |          |
| NOBLE CORPORATION            | SHS            | G65422100 | 468             | 21200           | SH      |           | SOLE           |          |

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|                             |               |           |      |           |         |
|-----------------------------|---------------|-----------|------|-----------|---------|
| PRUDENTIAL PLC              | PER SUB 6.50% | G7293H189 | 10   | 700 SH    | SOLE    |
| TYCO INTERNATIONAL LTD      |               | G9143X208 | 12   | 572 SH    | SOLE    |
| TYCO ELECTRONICS LTD        | COM NEW       | G9144P105 | 17   | 1072 SH   | SOLE    |
| TRANSOCEAN LTD              | REG SHS       | H8817H100 | 378  | 8002 SH   | SOLE    |
| DHT MARITIME INC            | COM           | Y2065G105 | 4    | 700 SH    | DEFINED |
| GENERAL MARITIME CORP NEW   | SHS           | Y2693R101 | 3    | 268 SH    | DEFINED |
| ACNB CORP                   | COM           | 000868109 | 35   | 2789 SH   | SOLE    |
| A D C TELECOMMUNICATIONS    | COM NEW       | 000886309 | 2    | 300 SH    | SOLE    |
| AFLAC INC                   | COM           | 001055102 | 7    | 150 SH    | SOLE    |
| AT&T INC                    | COM           | 00206R102 | 610  | 21387 SH  | SOLE    |
| AT&T INC                    | COM           | 00206R102 | 77   | 2700 SH   | DEFINED |
| A S DAMPSKIBSSELSKABET TORM | SPONSORED ADR | 00208W109 | 3    | 300 SH    | DEFINED |
| ABBOTT LABS                 | COM           | 002824100 | 620  | 11612 SH  | SOLE    |
| ACTIVISION BLIZZARD INC     | COM           | 00507V109 | 107  | 12400 SH  | SOLE    |
| ADAMS EXPRESS CO            | COM           | 006212104 | 45   | 5576 SH   | SOLE    |
| AEROPOSTALE, INC            |               | 007865108 | 188  | 11700 SH  | SOLE    |
| AETNA INC NEW               | COM           | 00817Y108 | 19   | 680 SH    | SOLE    |
| ALCATEL-LUCENT              | SPONSORED ADR | 013904305 | 0    | 92 SH     | SOLE    |
| ALLEGHENY ENERGY INC        | COM           | 017361106 | 3    | 100 SH    | SOLE    |
| ALLEGHENY TECHNOLOGIES INC  | COM           | 01741R102 | 107  | 4200 SH   | SOLE    |
| ALLIED IRISH BKS P L C      | SPON ADR ORD  | 019228402 | 1861 | 396757 SH | SOLE    |
| ALLSTATE CORP               | COM           | 020002101 | 171  | 5211 SH   | SOLE    |
| ALTRIA GROUP INC            | COM           | 02209S103 | 192  | 12744 SH  | SOLE    |
| ALTRIA GROUP INC            | COM           | 02209S103 | 2    | 100 SH    | DEFINED |
| AMERICAN CAP LTD            | COM           | 02503Y103 | 3    | 1000 SH   | SOLE    |
| AMERICAN ELECTRIC CO        |               | 025537101 | 7    | 200 SH    | SOLE    |
| AMERICAN EXPRESS CO         | COM           | 025816109 | 4    | 200 SH    | SOLE    |
| AMERICAN INTL GROUP INC     | COM           | 026874107 | 0    | 200 SH    | SOLE    |
| AMERICAN TOWER CORP         | CL A          | 029912201 | 9    | 295 SH    | SOLE    |
| AMERICAN VANGUARD CORP      | COM           | 030371108 | 1379 | 117900 SH | SOLE    |
| AMERICAN VANGUARD CORP      | COM           | 030371108 | 7    | 600 SH    | DEFINED |
| AMGEN INC                   | COM           | 031162100 | 16   | 269 SH    | SOLE    |
| AMPHENOL CORP NEW           | CL A          | 032095101 | 8    | 319 SH    | SOLE    |
| ANALOG DEVICES INC          | COM           | 032654105 | 5    | 250 SH    | SOLE    |
| APACHE CORP                 | COM           | 037411105 | 581  | 7800 SH   | SOLE    |
| TOTAL FOR PAGE 1            |               |           | 7529 | 693159    |         |

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| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|-------------|
| APPLE INC                    | COM            | 037833100 | 77                 | 900 SH             |            |              | SOLE               |             |
| APPLIED DEVELOPMENT HLDGS LT | ADR            | 038173100 | 1                  | 2000 SH            |            |              | SOLE               |             |
| APPLIED MATLS INC            | COM            | 038222105 | 7                  | 700 SH             |            |              | SOLE               |             |
| AQUA AMERICA INC             | COM            | 03836W103 | 63                 | 3083 SH            |            |              | SOLE               |             |
| ASHLAND INC NEW              |                | 044209104 | 7                  | 660 SH             |            |              | SOLE               |             |
| ATMOS ENERGY CORP            | COM            | 049560105 | 172                | 7245 SH            |            |              | SOLE               |             |
| AUTOMATIC DATA PROCESSING IN | COM            | 053015103 | 4                  | 100 SH             |            |              | SOLE               |             |

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|                              |                |           |      |        |    |         |
|------------------------------|----------------|-----------|------|--------|----|---------|
| AVANIR PHARMACEUTICALS       | CL A NEW       | 05348P401 | 0    | 75     | SH | SOLE    |
| AXCELIS TECHNOLOGIES INC     | COM            | 054540109 | 0    | 530    | SH | SOLE    |
| BAC CAP 7% 8/15/32           |                | 05518E202 | 15   | 800    | SH | SOLE    |
| BK AM 7% 2/1/32              |                | 055188205 | 47   | 2300   | SH | SOLE    |
| BP AMOCO P L C               | SPONSORED ADR  | 055622104 | 892  | 19081  | SH | SOLE    |
| BP AMOCO P L C               | SPONSORED ADR  | 055622104 | 5    | 100    | SH | DEFINED |
| BRE PTYS INC                 |                | 05564E106 | 11   | 398    | SH | SOLE    |
| BRE PROPERTIES INC           | PFD C 6.75%    | 05564E502 | 12   | 700    | SH | SOLE    |
| BANCO BILBAO VIZCAYA ARGENTA | SPONSORED ADR  | 05946K101 | 9    | 700    | SH | SOLE    |
| BANK OF AMERICA CORP         |                | 060505104 | 115  | 8202   | SH | SOLE    |
| BANK OF AMERICA CORP         |                | 060505104 | 6    | 400    | SH | DEFINED |
| BANK NEW YORK MELLON CORP    |                | 064058100 | 128  | 4516   | SH | SOLE    |
| BARCLAYS BK PLC              | IPSP CROIL ETN | 06738C786 | 19   | 825    | SH | SOLE    |
| BARD C R INC                 | COM            | 067383109 | 14   | 169    | SH | SOLE    |
| BAXTER INTL INC              | COM            | 071813109 | 24   | 454    | SH | SOLE    |
| BEISTLE COMPANY              |                | 072001993 | 1790 | 4097   | SH | SOLE    |
| BECTON DICKINSON & CO        | COM            | 075887109 | 10   | 152    | SH | SOLE    |
| BED BATH & BEYOND            |                | 075896100 | 3    | 100    | SH | SOLE    |
| BERKSHIRE HATHAWAY INC DEL   | CL B           | 084670207 | 32   | 10     | SH | SOLE    |
| BIOGEN IDEC INC              | COM            | 09062X103 | 8    | 165    | SH | SOLE    |
| BIOSHAF T WTR TECHNOLOGY INC | COM            | 09070W105 | 1    | 5000   | SH | SOLE    |
| BLACK & DECKER CORP          | COM            | 091797100 | 5    | 113    | SH | SOLE    |
| BODYTEL SCIENTIFIC INCORPORA |                | 097000103 | 0    | 2000   | SH | SOLE    |
| BOEING CO                    | COM            | 097023105 | 34   | 800    | SH | SOLE    |
| BRISTOL MYERS SQUIBB CO      | COM            | 110122108 | 55   | 2386   | SH | SOLE    |
| BUFFALO WILD WINGS INC       | COM            | 119848109 | 38   | 1500   | SH | SOLE    |
| BURGER KING CORP             |                | 121208201 | 5    | 200    | SH | SOLE    |
| BURLINGTON NORTHN SANTA FE C | COM            | 12189T104 | 8    | 100    | SH | SOLE    |
| CBS CORP NEW                 | CL B           | 124857202 | 3    | 371    | SH | SOLE    |
| CCFNB BANCORP INC            | COM            | 124880105 | 21   | 1103   | SH | SOLE    |
| CME GROUP INC                | COM            | 12572Q105 | 55   | 263    | SH | SOLE    |
| CVS CORP                     | COM            | 126650100 | 3    | 100    | SH | SOLE    |
| CABOT OIL & GAS CORPORATION  |                | 127097103 | 5    | 200    | SH | SOLE    |
| CAMPBELL SOUP                |                | 134429109 | 10   | 341    | SH | SOLE    |
| CARLISLE COS INC             | COM            | 142339100 | 110  | 5300   | SH | SOLE    |
| CATERPILLAR INC DEL          | COM            | 149123101 | 1276 | 28578  | SH | SOLE    |
| CELGENE CORP                 | COM            | 151020104 | 44   | 800    | SH | SOLE    |
| CHATTEM INC                  | COM            | 162456107 | 172  | 2400   | SH | SOLE    |
| CHESAPEAKE ENERGY CORP       | COM            | 165167107 | 18   | 1100   | SH | SOLE    |
| CHEVRON CORP NEW             | COM            | 166764100 | 116  | 1570   | SH | SOLE    |
| CHICO'S FAS INC              |                | 168615102 | 1    | 140    | SH | SOLE    |
| CHINA TELECOM CORP LTD       | SPON ADR H SHS | 169426103 | 1    | 22     | SH | SOLE    |
| CHUBB CORP                   | COM            | 171232101 | 22   | 438    | SH | SOLE    |
| CIMAREX ENERGY CO            | COM            | 171798101 | 3    | 106    | SH | SOLE    |
| TOTAL FOR PAGE 2             |                |           | 5477 | 113393 |    |         |

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|----------------|----------------|-------|--------------------|--------------------|-----------------|--------------|-------------------|-------------|

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|                              |                |           |       |          |         |
|------------------------------|----------------|-----------|-------|----------|---------|
| CINCINNATI FINL CORP         | COM            | 172062101 | 6     | 190 SH   | SOLE    |
| CISCO SYS INC                | COM            | 17275R102 | 228   | 14014 SH | SOLE    |
| CITIZENS & NORTHN CORP       | COM            | 172922106 | 23    | 1184 SH  | SOLE    |
| CITIGROUP INC                | COM            | 172967101 | 35    | 5169 SH  | SOLE    |
| CITIGROUP CAPITAL VII        | TRUPS 7.125%   | 17306N203 | 16    | 1000 SH  | SOLE    |
| CITIGROUP CAP IX             | PFD TR 6.00%   | 173066200 | 119   | 8200 SH  | SOLE    |
| CITIZENS FINL SVCS INC       | COM            | 174615104 | 8     | 401 SH   | SOLE    |
| COACH INC                    | COM            | 189754104 | 58    | 2800 SH  | SOLE    |
| COCA COLA CO                 | COM            | 191216100 | 945   | 20867 SH | SOLE    |
| CODORUS VY BANCORP INC       | COM            | 192025104 | 4     | 500 SH   | SOLE    |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 1534  | 22384 SH | SOLE    |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 7     | 100 SH   | DEFINED |
| COMCAST CORP NEW             | CL A           | 20030N101 | 3     | 150 SH   | SOLE    |
| COMCAST CORP NEW             | CL A           | 20030N101 | 22    | 1300 SH  | DEFINED |
| COMPANHIA VALE INC           |                | 204412209 | 495   | 40850 SH | SOLE    |
| CONAGRA INC                  | COM            | 205887102 | 7     | 400 SH   | SOLE    |
| CONOCOPHILLIPS               | COM            | 20825C104 | 97    | 1866 SH  | SOLE    |
| CONSOLIDATED EDISON INC      | COM            | 209115104 | 68    | 1737 SH  | SOLE    |
| CORNING INC                  | COM            | 219350105 | 161   | 16882 SH | SOLE    |
| GOLDMANSACHS 6.3% 2/15/2034  |                | 21988K834 | 14    | 1000 SH  | SOLE    |
| CORPORATE BACKED TR CTFS     | 04-4 CL A-1 6% | 21988K875 | 14    | 1000 SH  | SOLE    |
| CORTS TR GEN ELEC CAP CORP   | NCORTS A 6% 32 | 22082X201 | 6     | 275 SH   | SOLE    |
| COSTCO WHOLESALE CORP        |                | 22160K105 | 221   | 4200 SH  | SOLE    |
| COUNTRYWIDE CAP IV           | PFD TR 6.75%   | 22238E206 | 5     | 300 SH   | SOLE    |
| CROCS INC                    |                | 227046109 | 0     | 300 SH   | SOLE    |
| CULLEN FROST BANKERS INC     | COM            | 229899109 | 9     | 186 SH   | SOLE    |
| DNP SELECT INCOME FD         | COM            | 23325P104 | 68    | 6621 SH  | SOLE    |
| DTE ENERGY CO                | COM            | 233331107 | 18    | 500 SH   | SOLE    |
| DANAHER CORP DEL             | COM            | 235851102 | 45    | 800 SH   | SOLE    |
| DARDEN RESTAURANTS INC       | COM            | 237194105 | 136   | 4818 SH  | SOLE    |
| DELL INC                     | COM            | 24702R101 | 36    | 3500 SH  | SOLE    |
| DENTSPLY INTL INC NEW        | COM            | 249030107 | 10    | 350 SH   | SOLE    |
| DEVON ENERGY CORP NEW        | COM            | 25179M103 | 6     | 118 SH   | SOLE    |
| DIAMONDS TRUST DOW JONES IND | ETF            | 252787106 | 3560  | 40675 SH | SOLE    |
| DICKS SPORTING GOODS INC     | COM            | 253393102 | 520   | 36850 SH | SOLE    |
| DIRECTV GROUP INC            | COM            | 25459L106 | 5     | 238 SH   | SOLE    |
| WALT DISNEY COMPANY          | HOLDING CO.    | 254687106 | 1153  | 50840 SH | SOLE    |
| WALT DISNEY COMPANY          | HOLDING CO.    | 254687106 | 9     | 400 SH   | DEFINED |
| DISCOVER FINANCIAL SERVICES  |                | 254709108 | 4     | 450 SH   | SOLE    |
| DOLLAR TREE INC              | COM            | 256746108 | 10    | 233 SH   | SOLE    |
| DOMINION RES INC VA NEW      | COM            | 25746U109 | 92    | 2573 SH  | SOLE    |
| DOW CHEM CO                  | COM            | 260543103 | 286   | 18928 SH | SOLE    |
| DU PONT E I DE NEMOURS & CO  | COM            | 263534109 | 69    | 2747 SH  | SOLE    |
| DUKE ENERGY CORP NEW         | COM            | 26441C105 | 746   | 49700 SH | SOLE    |
| DUKE ENERGY CORP NEW         | COM            | 26441C105 | 5     | 300 SH   | DEFINED |
| DUKE REALTY CORP             | PFD 1/10 L 6.6 | 264411745 | 5     | 500 SH   | SOLE    |
| EMC CORPORATION              |                | 268648102 | 534   | 50990 SH | SOLE    |
| ENB FINANCIAL CORP PA        | COM PAR \$1    | 26874L101 | 13    | 500 SH   | SOLE    |
| EASTMAN KODAK CO             | COM            | 277461109 | 1     | 160 SH   | SOLE    |
| EATON CORP                   | COM            | 278058102 | 487   | 9800 SH  | SOLE    |
| E-BAY INC                    |                | 278642103 | 3     | 200 SH   | SOLE    |
| TOTAL FOR PAGE 3             |                |           | 11926 | 430046   |         |

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|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|-------------|
| ELMIRA SVGS BK FSB N Y        | COM            | 289660102 | 1                  | 106                | SH         |              | SOLE              |             |
| EMCLAIRE FINL CORP            | COM            | 290828102 | 23                 | 1000               | SH         |              | SOLE              |             |
| EMERSON ELEC CO               | COM            | 291011104 | 482                | 13156              | SH         |              | SOLE              |             |
| ENCANA CORP                   | COM            | 292505104 | 662                | 14250              | SH         |              | SOLE              |             |
| ENDOVASC INC                  |                | 29267B201 | 0                  | 300                | SH         |              | SOLE              |             |
| ENTERGY CORP NEW              | COM            | 29364G103 | 300                | 3605               | SH         |              | SOLE              |             |
| ENVIRORESOLUTIONS INC         | COM NEW        | 29413C202 | 2                  | 5000               | SH         |              | SOLE              |             |
| EQUINIX INC                   | COM NEW        | 29444U502 | 3                  | 62                 | SH         |              | SOLE              |             |
| EXELON CORP                   | COM            | 30161N101 | 140                | 2509               | SH         |              | SOLE              |             |
| EXPEDITORS INTL WASH INC      | COM            | 302130109 | 9                  | 284                | SH         |              | SOLE              |             |
| EXXON MOBIL CORP              | COM            | 30231G102 | 1251               | 15674              | SH         |              | SOLE              |             |
| EXXON MOBIL CORP              | COM            | 30231G102 | 8                  | 100                | SH         |              | DEFINED           |             |
| FAO INC                       |                | 30240S600 | 0                  | 133                | SH         |              | SOLE              |             |
| FNB CORP PA                   | COM            | 302520101 | 5                  | 388                | SH         |              | SOLE              |             |
| FPL GROUP INC                 | COM            | 302571104 | 95                 | 1890               | SH         |              | SOLE              |             |
| FACTSET RESEARCH SYSTM        |                | 303075105 | 12                 | 276                | SH         |              | SOLE              |             |
| FAMILY DLR STORES INC         | COM            | 307000109 | 4                  | 160                | SH         |              | SOLE              |             |
| FARMERS & MERCHANTS           |                | 30810N106 | 23                 | 1000               | SH         |              | SOLE              |             |
| FEDEX CORP                    | COM            | 31428X106 | 4                  | 65                 | SH         |              | SOLE              |             |
| FINISH LINE INC               | CL A           | 317923100 | 0                  | 1                  | SH         |              | SOLE              |             |
| FIRST COMWLTH FINL CORP PA    | COM            | 319829107 | 951                | 76783              | SH         |              | SOLE              |             |
| FIRSTENERGY CORP              | COM            | 337932107 | 23                 | 470                | SH         |              | SOLE              |             |
| FLOWSERVE CORP                | COM            | 34354P105 | 144                | 2800               | SH         |              | SOLE              |             |
| FONAR CORP                    |                | 344437405 | 0                  | 80                 | SH         |              | SOLE              |             |
| FORD MOTOR COMPANY COM NEW    |                | 345370860 | 2                  | 700                | SH         |              | SOLE              |             |
| FORTUNE BRANDS INC            | COM            | 349631101 | 21                 | 500                | SH         |              | SOLE              |             |
| FRANKLIN FINL SVCS CORP       | COM            | 353525108 | 1181               | 64701              | SH         |              | SOLE              |             |
| FREEMPORT-MCMORAN COPPER & GO | COM            | 35671D857 | 2                  | 80                 | SH         |              | SOLE              |             |
| FRESENIUS MED CARE            |                | 358029106 | 10                 | 209                | SH         |              | SOLE              |             |
| FRONTIER COMMUNICATIONS CORP  | COM            | 35906A108 | 6                  | 700                | SH         |              | SOLE              |             |
| FULTON FINL CORP PA           | COM            | 360271100 | 38                 | 3969               | SH         |              | SOLE              |             |
| GABELLI GLOBAL MULTIMEDIA TR  | COM            | 36239Q109 | 0                  | 51                 | SH         |              | SOLE              |             |
| GAP INC DEL                   | COM            | 364760108 | 7                  | 535                | SH         |              | SOLE              |             |
| GENENTECH INC                 | COM NEW        | 368710406 | 23                 | 280                | SH         |              | SOLE              |             |
| GENERAL DYNAMICS CORP         | COM            | 369550108 | 10                 | 149                | SH         |              | SOLE              |             |
| GENERAL ELEC CO               | COM            | 369604103 | 686                | 42372              | SH         |              | SOLE              |             |
| GENERAL ELEC CO               | COM            | 369604103 | 11                 | 700                | SH         |              | DEFINED           |             |
| GENERAL ELEC CAP CORP         | PINES 4.50% 35 | 369622485 | 16                 | 800                | SH         |              | SOLE              |             |
| GENERAL ELEC CAP CORP         | NT 5.875%2033  | 369622493 | 59                 | 2800               | SH         |              | SOLE              |             |
| GENERAL MLS INC               | COM            | 370334104 | 13                 | 261                | SH         |              | SOLE              |             |
| GENERAL MTRS CORP             | COM            | 370442105 | 8                  | 2500               | SH         |              | SOLE              |             |
| GENESCO INC                   | COM            | 371532102 | 0                  | 5                  | SH         |              | SOLE              |             |
| GILEAD SCIENCES INC           | COM            | 375558103 | 18                 | 350                | SH         |              | SOLE              |             |
| GLAXO WELLCOME PLC            | SPONSORED ADR  | 37733W105 | 27                 | 500                | SH         |              | SOLE              |             |
| GOLDMAN SACHS GROUP INC       | COM            | 38141G104 | 19                 | 224                | SH         |              | SOLE              |             |
| GOOGLE INC                    | CL A           | 38259P508 | 655                | 2130               | SH         |              | SOLE              |             |
| W R GRACE & CO NEW            |                | 38388F108 | 1                  | 200                | SH         |              | SOLE              |             |
| HRPT PPTYS TR                 | COM SH BEN INT | 40426W101 | 3                  | 1000               | SH         |              | SOLE              |             |
| HSBC HLDGS PLC                | ADR A 1/40PF A | 404280604 | 15                 | 800                | SH         |              | SOLE              |             |
| HANESBRANDS INC               |                | 410345102 | 1                  | 43                 | SH         |              | SOLE              |             |
| HANOVER INS GROUP             |                | 410867105 | 6                  | 147                | SH         |              | SOLE              |             |

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6980 266798

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FORM 13F INFORMATION TABLE

| NAME OF ISSUER                        | TITLE OF CLASS   | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|-------------|
| HANSEN NAT CORP                       | COM              | 411310105 | 275                | 8200               | SH         |              | SOLE               |             |
| HARLEY DAVIDSON INC                   | COM              | 412822108 | 8                  | 465                | SH         |              | SOLE               |             |
| HARLEYSVILLE NATIONAL<br>CORPORATION  |                  | 412850109 | 29                 | 1984               | SH         |              | SOLE               |             |
| HARMONY GOLD MNG LTD                  | SPONSORED ADR    | 413216300 | 3                  | 259                | SH         |              | SOLE               |             |
| HARSCO CORP                           | COM              | 415864107 | 75                 | 2700               | SH         |              | SOLE               |             |
| HARVEST COMM BK                       |                  | 41752W103 | 9                  | 1500               | SH         |              | SOLE               |             |
| HEINZ H J CO                          | COM              | 423074103 | 31                 | 823                | SH         |              | SOLE               |             |
| HEINZ H J CO                          | COM              | 423074103 | 4                  | 100                | SH         |              | DEFINED            |             |
| HELMERICH & PAYNE INC                 | COM              | 423452101 | 2                  | 100                | SH         |              | SOLE               |             |
| HERSHA HOSPITALITY TR                 | SH BEN INT A     | 427825104 | 1                  | 200                | SH         |              | SOLE               |             |
| HERSHEY FOODS CORP                    | COM              | 427866108 | 482                | 13872              | SH         |              | SOLE               |             |
| HEWLETT PACKARD CO                    | COM              | 428236103 | 1435               | 39550              | SH         |              | SOLE               |             |
| HEWLETT PACKARD CO                    | COM              | 428236103 | 4                  | 100                | SH         |              | DEFINED            |             |
| HOME DEPOT INC                        | COM              | 437076102 | 5                  | 226                | SH         |              | SOLE               |             |
| HONDA MOTOR CO LTD                    |                  | 438128308 | 18                 | 850                | SH         |              | SOLE               |             |
| HONEYWELL INTL INC                    | COM              | 438516106 | 657                | 20018              | SH         |              | SOLE               |             |
| HUNTINGTON BANCSHARES INC             | COM              | 446150104 | 8                  | 1098               | SH         |              | SOLE               |             |
| ING PRIME RATE TR                     |                  | 44977W106 | 3                  | 1000               | SH         |              | SOLE               |             |
| ITT INDS INC IND                      | COM              | 450911102 | 26                 | 576                | SH         |              | SOLE               |             |
| IDEARC INC                            | COM              | 451663108 | 0                  | 14                 | SH         |              | SOLE               |             |
| IMATION CORP                          | COM              | 45245A107 | 0                  | 20                 | SH         |              | SOLE               |             |
| ING GROEP N V                         | SPONSORED ADR    | 456837103 | 432                | 38950              | SH         |              | SOLE               |             |
| ING GROEP N V                         | SPONSORED ADR    | 456837103 | 2                  | 200                | SH         |              | DEFINED            |             |
| ING GROEP N V                         | 8.5% PER HYB CAP | 456837806 | 98                 | 6000               | SH         |              | SOLE               |             |
| INTEL CORP                            | COM              | 458140100 | 188                | 12836              | SH         |              | SOLE               |             |
| INTERNATIONAL BUSINESS MACHS          | COM              | 459200101 | 480                | 5700               | SH         |              | SOLE               |             |
| INTERNATIONAL BUSINESS MACHS          | COM              | 459200101 | 8                  | 100                | SH         |              | DEFINED            |             |
| ISHARES INC                           | MSCI JAPAN       | 464286848 | 4                  | 415                | SH         |              | SOLE               |             |
| ISHARES TR                            | FTSE XNHUA IDX   | 464287184 | 8                  | 270                | SH         |              | SOLE               |             |
| ISHARES MSCI EMERGING MKT             | ETF              | 464287234 | 286                | 11450              | SH         |              | SOLE               |             |
| ISHARES MSCI EAFE INDEX               |                  | 464287465 | 598                | 13320              | SH         |              | SOLE               |             |
| ISHARES RUSSELL 1000 LARGE CAP VALUE  |                  | 464287598 | 114                | 2300               | SH         |              | SOLE               |             |
| ISHARES RUSSELL 1000 LARGE CAP GROWTH |                  | 464287614 | 476                | 12850              | SH         |              | SOLE               |             |
| ISHARES TR                            | RUSSELL 2000     | 464287655 | 126                | 2550               | SH         |              | SOLE               |             |
| ISHARES SP EUR 350 TR FUNDS           |                  | 464287861 | 442                | 14200              | SH         |              | SOLE               |             |
| JP MORGAN CHASE CAP X                 | PFD TR SECS 7%   | 46623D200 | 10                 | 400                | SH         |              | SOLE               |             |
| JPMORGAN CHASE & CO                   | COM              | 46625H100 | 316                | 10027              | SH         |              | SOLE               |             |
| JACOBS ENGR GROUP INC DEL             | COM              | 469814107 | 1282               | 26650              | SH         |              | SOLE               |             |
| JACOBS ENGR GROUP INC DEL             | COM              | 469814107 | 10                 | 200                | SH         |              | DEFINED            |             |
| JOHNSON & JOHNSON                     | COM              | 478160104 | 2363               | 39490              | SH         |              | SOLE               |             |
| JOHNSON & JOHNSON                     | COM              | 478160104 | 18                 | 300                | SH         |              | DEFINED            |             |

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|                       |               |           |       |        |    |         |
|-----------------------|---------------|-----------|-------|--------|----|---------|
| JOHNSON CTLS INC      | COM           | 478366107 | 74    | 4050   | SH | SOLE    |
| JONES SODA CO         | COM           | 48023P106 | 13    | 39800  | SH | SOLE    |
| JONES SODA CO         | COM           | 48023P106 | 0     | 900    | SH | DEFINED |
| KBR INC               | COM           | 48242W106 | 12    | 800    | SH | SOLE    |
| KANSAS CITY SOUTHERN  |               | 485170302 | 10    | 500    | SH | SOLE    |
| KIMBERLY CLARK CORP   | COM           | 494368103 | 146   | 2777   | SH | SOLE    |
| KIMBERLY CLARK CORP   | COM           | 494368103 | 5     | 100    | SH | DEFINED |
| KONINKLIJKE AHOLD N V | SPON ADR 2007 | 500467402 | 1     | 80     | SH | SOLE    |
| KRAFT FOODS INC       | CL A          | 50075N104 | 209   | 7804   | SH | SOLE    |
| KROGER CO             | COM           | 501044101 | 2     | 100    | SH | SOLE    |
|                       |               |           | ----- | -----  |    |         |
| TOTAL FOR PAGE 5      |               |           | 10808 | 348774 |    |         |

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FORM 13F INFORMATION TABLE

| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DCRETN | OTH<br>MANA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|-------------|
| L-3 COMMUNICATIONS HLDGS INC | COM            | 502424104 | 221                | 3000               | SH         |              | SOLE              |             |
| LEHMAN BROS HLDGS CAP TR VI  | PFD N 6.24% 54 | 52520X208 | 0                  | 200                | SH         |              | SOLE              |             |
| LILLY ELI & CO               | COM            | 532457108 | 238                | 5913               | SH         |              | SOLE              |             |
| LIONS GATE ENTERTAINMENT COR |                | 535919203 | 6                  | 1000               | SH         |              | SOLE              |             |
| LOCKHEED MARTIN CORP         | COM            | 539830109 | 257                | 3053               | SH         |              | SOLE              |             |
| LOEWS CORP                   | COM            | 540424108 | 1024               | 36250              | SH         |              | SOLE              |             |
| LOWES COS INC                | COM            | 548661107 | 148                | 6900               | SH         |              | SOLE              |             |
| M & T BK CORP                | COM            | 55261F104 | 918                | 15998              | SH         |              | SOLE              |             |
| M & T BK CORP                | COM            | 55261F104 | 57                 | 1000               | SH         |              | DEFINED           |             |
| MDU RES GROUP INC            | COM            | 552690109 | 11                 | 500                | SH         |              | SOLE              |             |
| MAGNETEK INC                 | COM            | 559424106 | 1                  | 500                | SH         |              | SOLE              |             |
| MANULIFE FINL CORP           |                | 56501R106 | 15                 | 904                | SH         |              | SOLE              |             |
| MARATHON OIL CORP            | COM            | 565849106 | 38                 | 1376               | SH         |              | SOLE              |             |
| MARKET VECTORS ETF TR        | AGRIBUS ETF    | 57060U605 | 181                | 6500               | SH         |              | SOLE              |             |
| MASCO CORP                   | COM            | 574599106 | 1                  | 100                | SH         |              | SOLE              |             |
| MASTERCARD INCORPORATED      |                | 57636Q104 | 513                | 3591               | SH         |              | SOLE              |             |
| MCDONALDS CORP               | COM            | 580135101 | 135                | 2171               | SH         |              | SOLE              |             |
| MCGRAW HILL COS INC          | COM            | 580645109 | 2                  | 76                 | SH         |              | SOLE              |             |
| MCKESSON HBOC INC            | COM            | 58155Q103 | 17                 | 377                | SH         |              | SOLE              |             |
| MEDCO HEALTH SOLUTIONS INC   | COM            | 58405U102 | 44                 | 1059               | SH         |              | SOLE              |             |
| MEDICAL PPTYS TRUST INC      | COM            | 58463J304 | 5                  | 800                | SH         |              | DEFINED           |             |
| MERCK & CO INC               | COM            | 589331107 | 27                 | 889                | SH         |              | SOLE              |             |
| MERRILL LYNCH PFD CAP TR III | TOPRS 7%       | 59021F206 | 7                  | 400                | SH         |              | SOLE              |             |
| METLIFE INC                  |                | 59156R108 | 4                  | 129                | SH         |              | SOLE              |             |
| MICROSOFT CORP               | COM            | 594918104 | 789                | 40628              | SH         |              | SOLE              |             |
| MICROSOFT CORP               | COM            | 594918104 | 2                  | 100                | SH         |              | DEFINED           |             |
| MIDCAP SPDR S&P 400          | ETF            | 595635103 | 610                | 6280               | SH         |              | SOLE              |             |
| MIDDLEBY CORP                | COM            | 596278101 | 753                | 27623              | SH         |              | SOLE              |             |
| MIDDLESEX WATER CO           | COM            | 596680108 | 5                  | 313                | SH         |              | SOLE              |             |
| MONACO COACH CORP            | COM            | 60886R103 | 0                  | 180                | SH         |              | SOLE              |             |
| MONEYGRAM INTL INC           | COM            | 60935Y109 | 0                  | 200                | SH         |              | SOLE              |             |
| MONSANTO CO NEW              | COM            | 61166W101 | 56                 | 799                | SH         |              | SOLE              |             |



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|                                |               |           |      |        |    |      |
|--------------------------------|---------------|-----------|------|--------|----|------|
| MORGAN STANLEY DEAN WITTER & C | COM NEW       | 617446448 | 2    | 110    | SH | SOLE |
| MOTOROLA INC                   | COM           | 620076109 | 3    | 720    | SH | SOLE |
| NCR CORP NEW                   | COM           | 62886E108 | 0    | 30     | SH | SOLE |
| NVF COMPANY                    |               | 629449109 | 0    | 135    | SH | SOLE |
| NYSE EURONEXT                  | COM           | 629491101 | 698  | 25500  | SH | SOLE |
| NATIONAL CITY CORP             | COM           | 635405103 | 2    | 1000   | SH | SOLE |
| NATIONAL RETAIL PROPERTIES I   | COM           | 637417106 | 10   | 600    | SH | SOLE |
| NATIONWIDE FINL SVCS INC       | CL A          | 638612101 | 8    | 154    | SH | SOLE |
| NAVISTAR INTL CORP NEW         | COM           | 63934E108 | 3    | 150    | SH | SOLE |
| NEWELL RUBBERMAID INC          | COM           | 651229106 | 16   | 627    | SH | SOLE |
| NIKE INC                       | CL B          | 654106103 | 19   | 371    | SH | SOLE |
| NOKIA CORP                     | SPONSORED ADR | 654902204 | 5    | 300    | SH | SOLE |
| NORFOLK SOUTHERN CORP          | COM           | 655844108 | 29   | 612    | SH | SOLE |
| NORTHEAST UTILS                | COM           | 664397106 | 2    | 102    | SH | SOLE |
| NORTHERN TR CORP               | COM           | 665859104 | 20   | 388    | SH | SOLE |
| NORTHROP GRUMMAN CORP          | COM           | 666807102 | 16   | 359    | SH | SOLE |
| NOVASTAR FINL INC              | COM NEW       | 669947889 | 0    | 25     | SH | SOLE |
| NOVELL INC                     | COM           | 670006105 | 2    | 450    | SH | SOLE |
| NOVELLUS SYS INC               | COM           | 670008101 | 1    | 90     | SH | SOLE |
| TOTAL FOR PAGE 6               |               |           | 6921 | 200532 |    |      |

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|--|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|-------------|
| NUVEEN PFD & CONV INCOME FD                      | COM SHS        | 67073D102 | 27                 | 2223               | SH         |              | SOLE              |             |
| OCCIDENTAL PETE CORP DEL                         | COM            | 674599105 | 15                 | 256                | SH         |              | SOLE              |             |
| OCEANEERING INTERNATIONAL IN                     |                | 675232102 | 690                | 23700              | SH         |              | SOLE              |             |
| OLD LINE BANCSHARES                              |                | 67984M100 | 15                 | 2500               | SH         |              | SOLE              |             |
| ORACLE CORP                                      | COM            | 68389X105 | 29                 | 1641               | SH         |              | SOLE              |             |
| ORAGENICS INC                                    | COM            | 684023104 | 3                  | 11500              | SH         |              | SOLE              |             |
| ORRSTOWN FINANCIAL SERVICES<br>REINVESTED SHARES |                | 6870FS993 | 547                | 20265              | SH         |              | SOLE              |             |
| ORRSTOWN FINL SVCS INC                           | COM            | 687380105 | 9516               | 352439             | SH         |              | SOLE              |             |
| ORRSTOWN FINL SVCS INC                           | COM            | 687380105 | 4                  | 165                | SH         |              | DEFINED           |             |
| OSKOSH TRUCK CORP                                |                | 688239201 | 2                  | 200                | SH         |              | SOLE              |             |
| OTTER TAIL CORP                                  | COM            | 689648103 | 12                 | 500                | SH         |              | SOLE              |             |
| P & F INDS INC                                   | CL A NEW       | 692830508 | 4                  | 3500               | SH         |              | SOLE              |             |
| PNC FINANCIAL SERVICES GROUP                     | COM            | 693475105 | 413                | 8431               | SH         |              | SOLE              |             |
| PPG INDS INC                                     | COM            | 693506107 | 45                 | 1063               | SH         |              | SOLE              |             |
| P P & L RES INC                                  | COM            | 69351T106 | 199                | 6486               | SH         |              | SOLE              |             |
| PS BUSINESS PKS INC CALIF                        | PFD DP1/1000 H | 69360J875 | 8                  | 500                | SH         |              | SOLE              |             |
| PARAGON SHIPPING INC                             | CL A           | 69913R309 | 1                  | 200                | SH         |              | SOLE              |             |
| PARKER HANNIFIN CORP                             | COM            | 701094104 | 1051               | 24700              | SH         |              | SOLE              |             |
| PATTERSON UTI ENERGY INC                         | COM            | 703481101 | 7                  | 265                | SH         |              | SOLE              |             |
| PENGROWTH ENERGY TR                              | TR UNIT NEW    | 706902509 | 8                  | 1050               | SH         |              | SOLE              |             |
| PENN NATL GAMING INC                             | COM            | 707569109 | 129                | 6025               | SH         |              | SOLE              |             |
| PENN VA RESOURCES PARTNERS L                     | COM            | 707884102 | 7                  | 600                | SH         |              | SOLE              |             |

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|                              |               |           |       |        |    |         |
|------------------------------|---------------|-----------|-------|--------|----|---------|
| PEOPLES UNITED FINANCIAL INC | COM           | 712704105 | 4     | 212    | SH | SOLE    |
| PEPSIAMERICAS INC            | COM           | 71343P200 | 7     | 305    | SH | SOLE    |
| PEPSICO INC                  | COM           | 713448108 | 1432  | 26148  | SH | SOLE    |
| PETROLEUM & RES CORP         | COM           | 716549100 | 28    | 1450   | SH | SOLE    |
| PFIZER INC                   | COM           | 717081103 | 417   | 23540  | SH | SOLE    |
| PHILIP MORRIS INTL INC       | COM           | 718172109 | 545   | 12533  | SH | SOLE    |
| PHILIP MORRIS INTL INC       | COM           | 718172109 | 4     | 100    | SH | DEFINED |
| PHILIPPINE LONG DIST         |               | 718252604 | 23    | 500    | SH | SOLE    |
| POWERSHARES QQQ TR           |               | 73935A104 | 1457  | 49000  | SH | SOLE    |
| POWERSHARES WATER RESOURCE   | ETF           | 73935X575 | 668   | 46450  | SH | SOLE    |
| POWERSHARES WATER RESOURCE   | ETF           | 73935X575 | 1     | 100    | SH | DEFINED |
| POWERSHARES ETF TRUST        | INTL DIV ACHV | 73935X716 | 541   | 51500  | SH | SOLE    |
| POWERSHARES ETF TRUST        | INTL DIV ACHV | 73935X716 | 2     | 200    | SH | DEFINED |
| PRAXAIR INC                  | COM           | 74005P104 | 27    | 456    | SH | SOLE    |
| PRICE T ROWE GROUP INC       | COM           | 74144T108 | 220   | 6200   | SH | SOLE    |
| PROCTER & GAMBLE CO          | COM           | 742718109 | 263   | 4258   | SH | SOLE    |
| PROGRESS ENERGY INC          | COM           | 743263105 | 11    | 272    | SH | SOLE    |
| PRUDENTIAL FINL INC          | COM           | 744320102 | 19    | 621    | SH | SOLE    |
| PSYCHEMEDICS CORP            | COM NEW       | 744375205 | 0     | 38     | SH | SOLE    |
| PSYCHIATRIC SOLUTIONS INC    | COM           | 74439H108 | 131   | 4700   | SH | SOLE    |
| PUBLIC SVC ENTERPRISE GROUP  | COM           | 744573106 | 47    | 1600   | SH | SOLE    |
| QUALCOMM INC                 | COM           | 747525103 | 14    | 384    | SH | SOLE    |
| QUESTAR CORP                 | COM           | 748356102 | 7     | 224    | SH | SOLE    |
| RAVEN INDS INC               | COM           | 754212108 | 1074  | 44600  | SH | SOLE    |
| RAVEN INDS INC               | COM           | 754212108 | 14    | 600    | SH | DEFINED |
| RAYONIER INC                 | COM           | 754907103 | 8     | 265    | SH | SOLE    |
| RAYTHEON CO                  | COM NEW       | 755111507 | 9     | 173    | SH | SOLE    |
| RESEARCH IN MOTION LTD       | COM           | 760975102 | 61    | 1502   | SH | SOLE    |
| REYNOLDS AMERICAN INC        | COM           | 761713106 | 2     | 60     | SH | SOLE    |
|                              |               |           | ----- | -----  |    |         |
| TOTAL FOR PAGE 7             |               |           | 19768 | 746200 |    |         |

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| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------|----------------|-----------|--------------------|--------------------|-----------------|--------------|--------------------|-------------|
| RITE AID CORP                | COM            | 767754104 | 0                  | 1000               | SH              |              | SOLE               |             |
| ROFIN SINAR TECHNOLOGIES INC | COM            | 775043102 | 1033               | 50200              | SH              |              | SOLE               |             |
| ROHM & HAAS CO               |                | 775371107 | 10                 | 155                | SH              |              | SOLE               |             |
| ROSS STORES INC              | COM            | 778296103 | 13                 | 426                | SH              |              | SOLE               |             |
| ROYAL BANCSHARES OF          | PENNSYLVANIA   | 780081105 | 1                  | 400                | SH              |              | SOLE               |             |
| ROYAL BK SCOTLAND GROUP PLC  | SP ADR PREF S  | 780097739 | 18                 | 2000               | SH              |              | SOLE               |             |
| SPDR S&P 500 INDEX           | ETF            | 78462F103 | 2251               | 24950              | SH              |              | SOLE               |             |
| SPDR GOLD TRUST              | GOLD SHS       | 78463V107 | 358                | 4140               | SH              |              | SOLE               |             |
| SPDR S&P OIL & GAS           |                |           |                    |                    |                 |              |                    |             |
| EQUIPMENT & SVCS             | ETF            | 78464A748 | 172                | 10050              | SH              |              | SOLE               |             |
| ST JUDE MED INC              | COM            | 790849103 | 12                 | 370                | SH              |              | SOLE               |             |
| SARA LEE CORP                | COM            | 803111103 | 9                  | 967                | SH              |              | SOLE               |             |
| SCHERING PLOUGH CORP         | COM            | 806605101 | 26                 | 1500               | SH              |              | SOLE               |             |

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|                             |                |           |       |        |    |         |
|-----------------------------|----------------|-----------|-------|--------|----|---------|
| SCHLUMBERGER LTD            | COM            | 806857108 | 32    | 762    | SH | SOLE    |
| ESCROW SEAGATE TECH         |                | 811804988 | 1     | 500    | SH | SOLE    |
| SEALED AIR CORP NEW         | COM            | 81211K100 | 3     | 214    | SH | SOLE    |
| SEARS HLDGS CORP            | COM            | 812350106 | 3     | 78     | SH | SOLE    |
| SEMPRA ENERGY               | COM            | 816851109 | 21    | 500    | SH | SOLE    |
| SHERWIN WILLIAMS CO         | COM            | 824348106 | 12    | 200    | SH | SOLE    |
| SIRIUS XM RADIO INC         | COM            | 82967N108 | 0     | 1000   | SH | SOLE    |
| SKYWORKS SOLUTIONS INC      | COM            | 83088M102 | 3     | 500    | SH | SOLE    |
| SMUCKER J M CO              | COM NEW        | 832696405 | 7     | 157    | SH | SOLE    |
| SOUTHERN CO                 | COM            | 842587107 | 49    | 1313   | SH | SOLE    |
| SOUTHWEST AIRLS CO          | COM            | 844741108 | 9     | 1012   | SH | SOLE    |
| SPICY PICKLE FRANCHISING    | COM            | 84844T100 | 0     | 500    | SH | SOLE    |
| SPRINT NEXTEL GROUP         | COM FON GROUP  | 852061100 | 5     | 2623   | SH | SOLE    |
| STAMPS COM INC              | COM NEW        | 852857200 | 1     | 100    | SH | SOLE    |
| STANLEY WKS                 | COM            | 854616109 | 2     | 50     | SH | SOLE    |
| STARBUCKS CORP              | COM            | 855244109 | 105   | 11053  | SH | SOLE    |
| STATE STR CORP              | COM            | 857477103 | 17    | 438    | SH | SOLE    |
| STRATS TR BOEING SECS       | STRATS 6% A-1  | 863110201 | 8     | 400    | SH | SOLE    |
| SUBURBAN PROPANE PARTNERS L | UNIT LTD PARTN | 864482104 | 25    | 700    | SH | SOLE    |
| SUMMIT FINANCIAL GROUP INC  | COM            | 86606G101 | 5     | 500    | SH | SOLE    |
| SUN LIFE FINL SVCS CDA INC  | COM            | 866796105 | 77    | 3321   | SH | SOLE    |
| SUN MICROSYSTEMS INC        | COM NEW        | 866810203 | 0     | 50     | SH | SOLE    |
| SUNOCO INC                  |                | 86764P109 | 4     | 100    | SH | SOLE    |
| SUSQUEHANNA BANCSHARES INC  | PCOM           | 869099101 | 455   | 28599  | SH | SOLE    |
| SYSCO CORP                  |                | 871829107 | 11    | 485    | SH | SOLE    |
| TARGET CORP                 | COM            | 87612E106 | 9     | 253    | SH | SOLE    |
| TEAM INC                    |                | 878155100 | 933   | 33700  | SH | SOLE    |
| TEAM INC                    |                | 878155100 | 22    | 800    | SH | DEFINED |
| TERADATA CORPORATION        |                | 88076W103 | 0     | 30     | SH | SOLE    |
| 3M CO                       | COM            | 88579Y101 | 232   | 4028   | SH | SOLE    |
| 3M CO                       | COM            | 88579Y101 | 35    | 600    | SH | DEFINED |
| TIM HORTONS INC             | COM            | 88706M103 | 1469  | 50950  | SH | SOLE    |
| TIME WARNER INC             | COM            | 887317105 | 5     | 450    | SH | SOLE    |
| TOWER BANCORP INC           | COM            | 891709107 | 978   | 43451  | SH | SOLE    |
| TRAVELERS COS INC           |                | 89417E109 | 11    | 245    | SH | SOLE    |
| TRUMP ENTMT RESORTS INC     | COM            | 89816T103 | 0     | 1      | SH | SOLE    |
| TRUMP HOTELS & CASIN        |                | 898168109 | 0     | 60     | SH | SOLE    |
| US BANCORP DEL              | COM NEW        | 902973304 | 1085  | 43382  | SH | SOLE    |
| US BANCORP DEL              | COM NEW        | 902973304 | 3     | 100    | SH | DEFINED |
|                             |                |           | ----- | -----  |    |         |
| TOTAL FOR PAGE 8            |                |           | 9540  | 329363 |    |         |

ORRSTOWN BANK

CLIENT NO. 221

SCHEDULE 13F WORKSHEET AS OF 12/31/2008

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FORM 13F INFORMATION TABLE

| NAME OF ISSUER   | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DCRETN | OTH<br>MANA |
|------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|-------------|
| UNDER ARMOUR INC | CL A           | 904311107 | 10                 | 400                | SH         |              | SOLE              |             |
| UNION PAC CORP   | COM            | 907818108 | 12                 | 252                | SH         |              | SOLE              |             |
| UNIT CORP        | COM            | 909218109 | 13                 | 500                | SH         |              | SOLE              |             |

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|                           |                |           |       |         |    |         |
|---------------------------|----------------|-----------|-------|---------|----|---------|
| UNITED TECHNOLOGIES CORP  | COM            | 913017109 | 88    | 1640    | SH | SOLE    |
| UNITEDHEALTH GROUP INC    | COM            | 91324P102 | 114   | 4300    | SH | SOLE    |
| UNITEDHEALTH GROUP INC    | COM            | 91324P102 | 3     | 100     | SH | DEFINED |
| V F CORP                  | COM            | 918204108 | 5     | 100     | SH | SOLE    |
| VANGUARD HEALTHCARE VIPER | ETF            | 92204A504 | 596   | 13050   | SH | SOLE    |
| VANGUARD SM CAP VAL VIPER |                | 922908611 | 81    | 1900    | SH | SOLE    |
| VERIZON COMMUNICATIONS    |                | 92343V104 | 181   | 5346    | SH | SOLE    |
| VERIZON COMMUNICATIONS    |                | 92343V104 | 24    | 700     | SH | DEFINED |
| VIAD CORP                 | COM NEW        | 92552R406 | 9     | 350     | SH | SOLE    |
| VISA INC                  | COM CL A       | 92826C839 | 10    | 200     | SH | SOLE    |
| VODAFONE GROUP PLC NEW    | SPONS ADR NEW  | 92857W209 | 24    | 1156    | SH | SOLE    |
| VODAFONE GROUP PLC NEW    | SPONS ADR NEW  | 92857W209 | 14    | 700     | SH | DEFINED |
| WI-LAN INC                | COM            | 928972108 | 0     | 146     | SH | SOLE    |
| VORNADO RLTY TR           | PFD G 6.625%   | 929042802 | 8     | 500     | SH | SOLE    |
| WACHOVIA PFD FDG CORP     | PFD A7.25%PERP | 92977V206 | 11    | 525     | SH | SOLE    |
| WACHOVIA CORP 2ND NEW     | COM            | 929903102 | 3     | 485     | SH | SOLE    |
| WAL MART STORES INC       | COM            | 931142103 | 282   | 5036    | SH | SOLE    |
| WALGREEN CO               | COM            | 931422109 | 10    | 400     | SH | SOLE    |
| WASHINGTON MUT INC        | COM            | 939322103 | 0     | 200     | SH | SOLE    |
| WASTE MGMT INC DEL        | COM            | 94106L109 | 1     | 16      | SH | SOLE    |
| WEBSTER FINL CORP CONN    | COM            | 947890109 | 2     | 142     | SH | SOLE    |
| WELLPOINT INC             | COM            | 94973V107 | 2     | 56      | SH | SOLE    |
| WELLS FARGO & CO NEW      | COM            | 949746101 | 33    | 1114    | SH | SOLE    |
| WELLS FARGO CAPITAL TRUST | IV             | 94976Y207 | 10    | 400     | SH | SOLE    |
| WEYERHAEUSER CO           | COM            | 962166104 | 3     | 100     | SH | SOLE    |
| WILMINGTON TRUST CORP NEW |                | 971807102 | 13    | 600     | SH | SOLE    |
| WINDSTREAM CORP           | COM            | 97381W104 | 9     | 981     | SH | SOLE    |
| WINDSTREAM CORP           | COM            | 97381W104 | 7     | 800     | SH | DEFINED |
| WYETH                     | COM            | 983024100 | 90    | 2390    | SH | SOLE    |
| XCL LTD DEL               | COM            | 983701103 | 0     | 66      | SH | SOLE    |
| XTO ENERGY INC            | COM            | 98385X106 | 18    | 428     | SH | SOLE    |
| XCEL ENERGY INC           | COM            | 98389B100 | 187   | 10100   | SH | SOLE    |
| YORK TRADITIONS BANK      |                | 987159100 | 6     | 6250    | SH | SOLE    |
| YUM BRANDS INC            | COM            | 988498101 | 7     | 211     | SH | SOLE    |
| ZIMMER HLDGS INC          | COM            | 98956P102 | 5     | 120     | SH | SOLE    |
| TOTAL FOR PAGE 9          |                |           | 1891  | 61760   |    |         |
| GRAND TOTALS              |                |           | 80840 | 3190025 |    |         |