

# SECURITIES AND EXCHANGE COMMISSION

## FORM 8-K

Current report filing

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### FILER

#### **ABIGAIL ADAMS NATIONAL BANCORP INC**

CIK: **356809** | IRS No.: **521508198** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **8-K** | Act: **34** | File No.: **000-10971** | Film No.: **98501130**  
SIC: **6022** State commercial banks

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13(a) or 15(d) of the Securities  
Exchange Act of 1934

Date of Report (Date of earliest event reported):  
December 31, 1997

ABIGAIL ADAMS NATIONAL BANCORP, INC.

-----  
(Exact name of registrant as specified in its charter)

Delaware -----	0-10971 -----	52-1508198 -----
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer of Identification No.)

1627 K Street, Washington, DC

20006

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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (202) 466-4090

Item 5. Other Events

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A Special Meeting of Stockholders (the "Special Meeting") of Abigail Adams National Bancorp, Inc. ("AANB") was held on December 31, 1997. The purpose of the meeting was to consider and vote upon a proposal to ratify the AANB Board of Directors' approval and adoption of the Agreement and Plan of Reorganization, dated as of June 23, 1997 as amended, by and among AANB, Ballston Bancorp, Inc. and The Bank of Northern Virginia (the "Ballston Agreement") and the merger provided for therein, and approve the issuance of a number of shares, subject to adjustment, of the common stock of AANB, par value \$0.01 per share, to holders of the common stock, par value \$0.20 per share of Ballston sufficient to complete AANB's proposed acquisition of Ballston through the merger of Ballston with and into Adams Acquisition Corporation, a to-be-formed wholly-owned subsidiary of AANB (the "Ballston Transaction"). At the Special Meeting, a vote of the stockholders was taken and the Ballston Transaction was not approved. As a result, the Ballston Agreement will terminate in accordance with its terms.

In connection with the Special Meeting and the Ballston Transaction, on December 12, 1997, AANB filed a lawsuit in the United States District Court for the District of Columbia against three directors of AANB, Marshall T. Reynolds, Jeanne Hubbard, and Robert L. Shell, Jr. and certain other individuals (the "Defendants") entitled Abigail Adams National Bancorp, Inc. v. Marshall T. Reynolds, et al., 1:97CV02974 (the "Lawsuit"). The Lawsuit alleges that the Defendants have violated Sections 13(d) and 14(a) of the Securities Exchange Act, have tortiously interfered with the Ballston Agreement and that certain defendants have breached fiduciary duties owed to AANB. AANB plans to continue to seek damages under the Lawsuit.

A copy of a press release issued by AANB on December 31, 1997 in regard to the Special Meeting is attached as Exhibit 1.

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 thereunto duly authorized.

ABIGAIL ADAMS NATIONAL BANCORP, INC.

Date: January 5, 1998

By: /s/ Barbara Davis Blum

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Barbara Davis Blum  
Chairwoman, President and  
Chief Executive Officer

EXHIBIT INDEX

Exhibit No. -----	Description -----
99.1	Press Release of Abigail Adams National Bancorp, Inc., dated December 31, 1997

FOR IMMEDIATE RELEASE

Contact: Ellen Yui  
(202) 393-5247

ABIGAIL ADAMS NATIONAL BANCORP, INC. ANNOUNCES RESULTS OF MEETING REGARDING BALLSTON BANCORP, INC.

WASHINGTON -- December 31, 1997 -- Abigail Adams National Bancorp, Inc. (Nasdaq:AANB), announced that the vote taken at its special meeting of stockholders held today to vote on the acquisition of Ballston Bancorp, Inc. did not approve the transaction.

Abigail Adams National Bancorp, Inc. has filed a complaint in the U.S. District Court for the District of Columbia alleging that it was the subject of an illegal proxy solicitation campaign conducted in regard to the special meeting. Abigail Adams National Bancorp, Inc. plans to continue to pursue its claims for damages in that litigation.

Any questions should be directed to Tom Vartanian of Fried, Frank, Harris, Shriver and Jacobson at (202) 639-7200.

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