





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

On October 21, 2015 Oak Valley Bancorp issued a press release, a copy of which is attached as Exhibit 99.1 and incorporated herein by reference. The press release announced the Company's operating results for the quarter ended September 30, 2015.

The information in this Item 2.02 in this Form 8-K and the Exhibit 99.1 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934, except as shall be expressly set forth by specific reference in such filing.

**Item 7.01. Regulation FD Disclosure.**

See "Item 2.02. Results of Operations and Financial Condition" which is incorporated by reference in this Item 7.01.

**Item 9.01. Financial Statements and Exhibits**

**(a) Financial statements:**

None

**(b) Pro forma financial information:**

None

**(c) Shell company transactions:**

None

**(d) Exhibits**

99.1 Press Release of Oak Valley Bancorp dated October 21, 2015

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**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.

**OAK VALLEY BANCORP**

Dated: October 22, 2015

By: /s/ Richard A. McCarty  
Richard A. McCarty  
Executive Vice President and Chief  
Financial Officer  
(Principal Financial Officer and duly  
authorized signatory)



**Exhibit Index**

**Exhibit No. Description**

99.1 Press Release of Oak Valley Bancorp dated October 21, 2015