

SLUTZKY PAUL  
Form 4  
August 26, 2011

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SLUTZKY PAUL

2. Issuer Name and Ticker or Trading Symbol  
GREENE COUNTY BANCORP INC [GCBC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
302 MAIN STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/24/2011

Director  10% Owner  
 Officer (give title below)  Other (specify below)

CATSKILL, NY 12414

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    |                                | (A) or (D) Code V Amount Price                                    |                                                                                               |                                                          |                                                       |
| Common Stock                    | 08/24/2011                           |                                                    | S                              | 99 D \$ 17.39                                                     | 12,801 <sup>(1)</sup>                                                                         | I                                                        | By Estate                                             |
| Common Stock                    | 08/24/2011                           |                                                    | S                              | 1 D \$ 17.37                                                      | 12,800 <sup>(1)</sup>                                                                         | I                                                        | By Estate                                             |
| Common Stock                    | 08/24/2011                           |                                                    | S                              | 100 D \$ 17.31                                                    | 12,700 <sup>(1)</sup>                                                                         | I                                                        | By Estate                                             |
| Common Stock                    | 08/24/2011                           |                                                    | S                              | 299 D \$ 17.29                                                    | 12,401 <sup>(1)</sup>                                                                         | I                                                        | By Estate                                             |
| Common Stock                    | 08/24/2011                           |                                                    | S                              | 36 D \$ 17.15                                                     | 12,365 <sup>(1)</sup>                                                                         | I                                                        | By Estate                                             |

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|              |            |   |        |   |          |                       |   |             |
|--------------|------------|---|--------|---|----------|-----------------------|---|-------------|
| Common Stock | 08/24/2011 | S | 1      | D | \$ 17.14 | 12,364 <sup>(1)</sup> | I | By Estate   |
| Common Stock | 08/24/2011 | S | 66     | D | \$ 17.13 | 12,298 <sup>(1)</sup> | I | By Estate   |
| Common Stock | 08/24/2011 | S | 300    | D | \$ 17.03 | 11,998 <sup>(1)</sup> | I | By Estate   |
| Common Stock | 08/24/2011 | S | 100    | D | \$ 17.02 | 11,898 <sup>(1)</sup> | I | By Estate   |
| Common Stock | 08/24/2011 | S | 500    | D | \$ 17.01 | 11,398 <sup>(1)</sup> | I | By Estate   |
| Common Stock | 08/24/2011 | S | 11,398 | D | \$ 17    | 0 <sup>(1)</sup>      | I | By Estate   |
| Common Stock |            |   |        |   |          | 32,500                | D |             |
| Common Stock |            |   |        |   |          | 3,740                 | I | By Children |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year)                   | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------------------------|---------------------------------------------------------------|-------------------------------|
| Stock Options                              | \$ 12.5                                                |                                      |                                                    | Code V                         | (A) (D)                                                                                 | Date Exercisable: 06/30/2009 <sup>(2)</sup><br>Expiration Date: 08/19/2018 | Common Stock                                                  | 6,000                         |

## Reporting Owners

| Reporting Owner Name / Address                        | Relationships |           |         |       |
|-------------------------------------------------------|---------------|-----------|---------|-------|
|                                                       | Director      | 10% Owner | Officer | Other |
| SLUTZKY PAUL<br>302 MAIN STREET<br>CATSKILL, NY 12414 |               | X         |         |       |

## Signatures

/s/ Paul E.  
Slutzky

08/24/2011

Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The reporting person disclaims ownership of 2/3 shares held by his mother's estate of which he is a co-executor and beneficiary.
- (2) The stock options will vest at a rate of one-third per Company fiscal year assuming certain cumulative earnings performance criteria are met.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.