

Item 8.01 Other Events

On January 20, 2016, Greene County Bancorp, Inc. (the “Company”) announced that its Board of Directors has approved the continuation of a quarterly cash dividend of \$0.185 per share on the Company’s common stock. The dividend reflects an annual cash dividend rate of \$0.74 per share. A press release announcing the details of the dividend declaration is filed as exhibit 99.1.

Greene County Bancorp, MHC (the “MHC”), the mutual holding company and majority stockholder of the Company, and owner of 2,304,632 shares of the Company’s 4,228,957 total shares of common stock outstanding, has waived its right to receive the dividends on its shares. Accordingly, the dividend is expected to be paid only on the 1,924,325 shares of common stock owned by minority stockholders of the Company.

The MHC received the approval of its members (depositors of The Bank of Greene County) and the non-objection of the Federal Reserve Bank of Philadelphia to waive the MHC’s receipt of quarterly cash dividends aggregating up to \$0.80 per share to be declared by the Company for the four quarters ending December 31, 2015.

Item 9.01 Financial Statements and Exhibits

Exhibit No. Description

99.1 Press release dated January 20, 2016

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.

GREENE COUNTY BANCORP, INC.

DATE: January 21, 2016 By: /s/ Donald E. Gibson
Donald E. Gibson
President & Chief Executive Officer
