

1ST CONSTITUTION BANCORP

Form 8-K

May 27, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)

of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported) May 26, 2016

1ST CONSTITUTION BANCORP

(Exact Name of Registrant as Specified in Charter)

New Jersey

000-32891

22-3665653

(State or Other Jurisdiction of Incorporation) (Commission File Number) (IRS Employer Identification Number)

2650 Route 130 P.O. Box 634, Cranbury, New Jersey 08512

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code 609-655-4500

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.07 Submission of Matters to a Vote of Security Holders.

The 2016 Annual Meeting of Shareholders (the “Annual Meeting”) of 1st Constitution Bancorp (the “Company”) was held on Thursday, May 26, 2016.

There were present at the Annual Meeting in person or by proxy shareholders holding an aggregate of 7,906,639 shares of Company common stock of a total number of 7,939,163 shares of Company common stock outstanding and entitled to vote at the Annual Meeting.

At the Annual Meeting, William M. Rue and Frank E. Walsh, III were elected as a Class II directors of the Company to serve a term of three years to expire at the 2019 Annual Meeting of Shareholders or until their successors are duly elected and qualified. The results of the election were as follows:

| Nominee             | For       | Withheld | Broker<br>Non-Votes |
|---------------------|-----------|----------|---------------------|
| William M. Rue      | 3,757,883 | 172,886  | 3,165,984           |
| Frank E. Walsh, III | 3,824,825 | 105,944  | 3,165,984           |

Directors whose term of office continued following the meeting were Charles S. Crow, III, John P. Costas and Robert F. Mangano.

An advisory vote on executive compensation was taken at the Annual Meeting. The proposal was approved by the shareholders, with 3,425,286 shares voting in favor of the proposal and 414,800 shares voting against the proposal. There were 90,683 abstentions and 3,165,984 broker non-votes.

A vote of the shareholders was taken at the Annual Meeting to approve a proposal to ratify the selection of BDO USA LLP as the independent registered public accounting firm of the Company for the Company’s 2016 fiscal year. The proposal was approved by the shareholders, with 6,883,841 shares voting in favor of the proposal and 211,364 shares voting against the proposal. There were 1,548 abstentions and there were no broker non-votes.

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.

1ST CONSTITUTION BANCORP

Date: May 27, 2016 By: /s/ STEPHEN J. GILHOOLY  
Name: Stephen J. Gilhooly  
Title: Senior Vice President, Treasurer and Chief Financial Officer