

GREENE COUNTY BANCORP INC  
Form 8-K  
November 05, 2013

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): November 2, 2013

GREENE COUNTY BANCORP, INC.  
(Exact Name of Registrant as Specified in its Charter)

Federal  
(State or Other Jurisdiction  
of Incorporation)

0-25165  
(Commission File No.)

14-1809721  
(I.R.S. Employer  
Identification No.)

302 Main Street, Catskill NY  
(Address of Principal Executive Offices)

12414  
(Zip Code)

Registrant's telephone number, including area code: (518) 943-2600

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 (see General Instruction A.2. below):

- 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.

On November 2, 2013, Greene County Bancorp, Inc. (the “Company”) held its 2013 Annual Meeting of Stockholders. The matters listed below were submitted to a vote of the stockholders through the solicitation of proxies, and the proposals are described in detail in the Company’s Proxy Statement filed with the Securities and Exchange Commission on September 30, 2013. The final results of the stockholder vote are as follows:

|    |                           |           |          |                 |
|----|---------------------------|-----------|----------|-----------------|
| 1. | The election of directors | For       | Withheld | Broker Non-Vote |
|    | Paul Slutzky              | 3,341,992 | 7,696    | 491,065         |
|    | David H. Jenkins, DVM     | 3,343,531 | 6,157    | 491,065         |
|    | Donald E. Gibson          | 3,341,131 | 8,557    | 491,065         |

2. The ratification of the appointment of BDO USA, LLP as the Company’s independent registered public accounting firm for the fiscal year ending June 30, 2014.

|           |         |         |                 |
|-----------|---------|---------|-----------------|
| For       | Against | Abstain | Broker Non-Vote |
| 3,827,723 | 6,675   | 6,355   | —               |

3. To consider and act upon a non-binding advisory resolution regarding the compensation of the Company’s named executive officers.

|           |         |         |                  |
|-----------|---------|---------|------------------|
| For       | Against | Abstain | Broker Non-Votes |
| 3,315,953 | 20,902  | 12,833  | 491,065          |

4. To consider and vote upon an advisory resolution on the frequency at which the Company should include an advisory vote regarding the compensation of the Company’s named executive officers in its proxy statement for shareholder consideration.

|           |           |             |         |                 |
|-----------|-----------|-------------|---------|-----------------|
| One Year  | Two Years | Three Years | Abstain | Broker Non-Vote |
| 3,187,391 | 38,771    | 96,993      | 26,533  | 491,065         |



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.

November 5, 2013

By: / s /     D o n a l d     E .  
Gibson  
Donald E. Gibson  
President and Chief Executive Officer