





**Item 2.02. Results of Operations and Financial Condition, Declaration of Dividend**

On October 29, 2014, Brookline Bancorp, Inc. (the “Company”) issued a press release announcing its earnings for the quarter ended September 30, 2014. Additionally, the Company announced the approval by its Board of Directors of a regular quarterly dividend of \$0.085 per share payable on November 28, 2014 to stockholders of record on November 14, 2014. A copy of the press release is furnished as Exhibit 99.1 and incorporated herein by reference.

**Item 8.01. Other Events.**

On October 29, 2014, the Board of Directors of the Company approved a stock repurchase program of up to \$10 million of total outstanding shares of the Company’s common stock over a period of fourteen months ending on December 31, 2015. The shares may be repurchased from time to time in open market or negotiated transactions at prevailing market prices in accordance with federal securities laws. The Company announced the stock repurchase program in its press release announcing its earnings for the quarter ended September 30, 2014. A copy of the press release is furnished as Exhibit 99.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits**

99.1 Press release of Brookline Bancorp, Inc. issued October 29, 2014.

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**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.

Date: October 29, 2014 **BROOKLINE BANCORP,  
INC.**

By: /S/ Carl M. Carlson  
Carl M. Carlson  
Chief Financial  
Officer

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**EXHIBIT INDEX**

The following exhibits are furnished as part of this report:

Exhibit No.   Description

99.1            Press Release of Brookline Bancorp, Inc. dated October 29, 2014.