

GREENE COUNTY BANCORP INC

Form 8-K

November 06, 2018

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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 3, 2018

GREENE COUNTY BANCORP, INC.

(Exact Name of Registrant as Specified in its Charter)

|  |                       |                                      |
|--|-----------------------|--------------------------------------|
| Federal  | 0-25165               | 14-1809721                           |
| (State or Other Jurisdiction of Incorporation) | (Commission File No.) | (I.R.S. Employer Identification No.) |

|  |            |
|--|------------|
| 302 Main Street, Catskill NY             | 12414      |
| (Address of Principal Executive Offices) | (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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the

Exchange Act.



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

On November 3, 2018, Greene County Bancorp, Inc. (the “Company”) held its 2018 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 19, 2018. The final results of the stockholder vote are as follows:

|                                | <u>For</u> | <u>Withheld</u> | <u>Broker Non-Vote</u> |
|--------------------------------|------------|-----------------|------------------------|
| 1. The election of directors   |            |                 |                        |
| Charles H. Schaefer            | 7,056,945  | 54,590          | 1,009,915              |
| Jay P. Cahalan                 | 7,086,444  | 25,091          | 1,009,915              |
| Michelle M. Plummer, CPA, CGMA | 7,056,946  | 54,589          | 1,009,915              |

2. The ratification of the appointment of Bonadio & Co., LLP as the Company’s independent registered public accounting firm for the fiscal year ending June 30, 2019.

For      Against Abstain Broker Non-Vote

8,115,607 4,967    876      —

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

7,017,044 45,998    48,493    1,009,915

Item 8.01 Other Events

On November 3, 2018, the Company utilized a slideshow at its 2018 Annual Meeting of Stockholders. This slideshow discusses the Company's financial performance and business strategies and is available on the Company's website, [www.tbogc.com](http://www.tbogc.com), under the links for "Investor Relations" and then "Presentations."

Item 9.01. Financial Statements and Exhibits.

(a) Not Applicable.

(b) Not Applicable.

(c) Not Applicable.

(d) Not applicable.

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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.

GREENE COUNTY  
BANCORP, INC.

November 6, 2018 By: /s/ Donald E. Gibson  
Donald E. Gibson  
President and Chief  
Executive Officer

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