

BROOKLINE BANCORP INC  
Form 8-K  
May 09, 2013

# SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

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## 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 8, 2013**

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## BROOKLINE BANCORP, INC.

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-23695**  
(Commission File No.)

**04-3402944**  
(I.R.S. employer  
Identification No.)

**131 Clarendon Street, Boston, Massachusetts**  
(Address of principal executive offices)

**02117-9179**  
(Zip Code)

**(617) 425-4600**

(Registrant's telephone number, including area code)

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**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))
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**Item 5.07 Submission of Matters to a Vote of Security Holders**

Brookline Bancorp, Inc. (the Company) held its Annual Meeting of Stockholders on May 8, 2013 and the stockholders of record voted upon the matters set forth below:

(1) Proposal to Reelect David C. Chapin, John A. Hackett, John L. Hall II, and Rosamond B. Vaule to serve as Directors of the Company. All nominees were reelected, and the results of the voting on this proposal were as follows:

	For	Withheld	Broker Non-Votes
David C. Chapin	53,735,830	1,802,131	10,312,106
John A. Hackett	51,722,216	1,672,014	10,312,106
John L. Hall II	51,593,265	1,800,965	10,312,106
Rosamond B. Vaule	51,613,276	1,780,953	10,312,106

(2) Proposal to ratify the appointment of KPMG LLP as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013. The proposal was approved, and the results of the voting on this proposal were as follows:

For	Against	Abstain	Broker Non-Votes
64,369,004	1,216,764	264,298	0

(3) Proposal to approve, on an advisory and non-binding basis, the Company's executive compensation programs and practices. The proposal was approved, and the results of the voting on this non-binding and advisory proposal were as follows:

For	Against	Abstain	Broker Non-Votes
52,649,596	2,473,597	411,173	10,312,108

**SIGNATURE**

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: May 9, 2013

**BROOKLINE BANCORP, INC.**

By: */s/ Michael W. McCurdy*  
Michael W. McCurdy  
General Counsel