

FLUSHING FINANCIAL CORP  
Form 8-K  
October 01, 2009

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) **October 1, 2009**

**FLUSHING FINANCIAL CORPORATION**  
*(Exact name of registrant as specified in its charter)*

**000-24272**  
*(Commission File Number)*

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

**11-3209278**  
*(I.R.S. Employer Identification Number)*

**1979 MARCUS AVENUE, SUITE E140, LAKE SUCCESS, NEW YORK 11042**  
*(Address of principal executive offices)*

**(718) 961-5400**  
*(Registrant's telephone number, including area code)*

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 7.01 Regulation FD Disclosure**

Pursuant to the Underwriting Agreement, the Company granted the Underwriters a 30-day option to purchase up to an additional 1,247,610 shares of the Company's common stock to cover over-allotments, if any. On September 29, 2009, Keefe Bruyette, as representative of the Underwriters, provided written notice that the Underwriters would be partially exercising the over-allotment option to purchase an additional 1,012,610 shares of the Company's common stock ( Over-allotment Shares ) at \$11.50 per share, less underwriting discounts and commissions. The sale of the Over-allotment Shares was completed on October 1, 2009, resulting in additional net proceeds to the Company, after underwriting discounts and commissions and expenses, of approximately \$11.1 million, bringing the total net proceeds to the Company from the offering to an estimated \$101.6 million.

**Item 9.01(d). Exhibits**

99.1. Press release of Flushing Financial Corporation, dated October 1, 2009.

---

**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.

**FLUSHING FINANCIAL CORPORATION**

Date: October 1, 2009

By: /s/ Maria A. Grasso

Maria A. Grasso

Title: Executive Vice President and  
Chief Operating Officer

---

**INDEX TO EXHIBITS**

Exhibit

99.1 Press release of Flushing Financial Corporation,  
dated October 1, 2009