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DIME COMMUNITY BANCSHARES INC

Form 8-K

May 22, 2014

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): May 22, 2014

DIME COMMUNITY BANCSHARES, INC.

(Exact name of registrant as specified in its charter)

Delaware	0-27782	11-3297463
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

209 Havemeyer Street, Brooklyn, New York 11211  
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (718)  
782-6200

None  
(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:

- ☒ 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 240.14d-2(b))
- ☒ 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.

Dime Community Bancshares, Inc. (the "Company") held its annual meeting of shareholders on May 22, 2014, and the following matters were voted on at that meeting:

1. The following nominees were elected as directors, each of whom will serve for a term to expire at the Company's Annual Meeting of Shareholders to be held in 2017 and until their respective successors are duly elected and qualified:

Director	For	Withhold	Broker Non-Votes
Kenneth J. Mahon	27,830,410	1,410,314	4,718,491
George L. Clark, Jr.	27,908,069	1,332,655	4,718,491
Steven D. Cohn	27,943,472	1,297,252	4,718,491
Robert C. Golden	28,888,747	351,977	4,718,491

2. Ratification of the appointment of Crowe Horwath LLP to act as independent auditors for the Company for the year ending December 31, 2014:

For	Against	Abstain	Broker Non-Votes
33,761,870	77,827	119,518	-0-

3. Approval, by a non-binding advisory vote, of the following resolution regarding the compensation of the Company's named executive officers, as disclosed in its proxy statement for the 2014 Annual Meeting of Shareholders:

RESOLVED, that the compensation paid to the Company's Named Executive Officers, as disclosed pursuant to Item 402 of Regulation S-K, including the Compensation Discussion and Analysis, compensation tables and narrative discussion, is hereby APPROVED.

For	Against	Abstain	Broker Non-Votes
28,045,001	1,038,728	156,995	4,718,491

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.

DIME COMMUNITY BANCSHARES, INC.

/s/ MICHAEL PUCELLA

By: \_\_\_\_\_

Michael Pucella

Executive Vice President and Chief Accounting Officer (Principal Financial Officer)

Dated: May 22, 2014