

FIRST NORTHERN COMMUNITY BANCORP  
Form 8-K  
May 21, 2012

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 May 15, 2012  
(Date of Earliest event reported)

FIRST NORTHERN COMMUNITY BANCORP  
(Exact name of registrant as specified in its charter)

California 000-30707 68-0450397  
(State of Incorporation) (Commission File No.) (IRS Employer ID Number)

195 North First Street,  
P.O. Box 547,  
Dixon, California 95620  
(Address of principal executive offices) (Zip Code)

707) 678-3041  
(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 (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))



## ITEM 5.07 SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

On May 15, 2012, First Northern Community Bancorp (the “Company”) held its Annual Meeting of Shareholders (the “Annual Meeting”). At the Annual Meeting, the Company’s shareholders acted upon the three proposals listed below. The final results for the votes regarding each proposal are set forth below.

1. To elect the following nine (11) persons to the Board of Directors to serve until the 2013 Annual Meeting of Shareholders or until their respective successors shall be elected and qualified:

| Director              | Votes For | Against or<br>Authority<br>Withheld | Broker Non-Votes |
|-----------------------|-----------|-------------------------------------|------------------|
| Lori J. Aldrete       | 5,107,266 | 82,168                              | 4,059,015        |
| Frank J. Andrews, Jr. | 5,115,790 | 73,644                              | 4,059,015        |
| John M. Carbahal      | 5,115,720 | 73,714                              | 4,059,015        |
| Gregory DuPratt       | 5,115,639 | 126,386                             | 4,059,015        |
| John F. Hamel         | 4,959,129 | 230,305                             | 4,059,015        |
| Diane P. Hamlyn       | 5,065,926 | 123,508                             | 4,059,015        |
| Richard M. Matinez    | 5,118,248 | 71,186                              | 4,059,015        |
| Foy S. McNaughton     | 5,117,476 | 71,958                              | 4,059,015        |
| Owen J. Onsum         | 5,116,536 | 72,898                              | 4,059,015        |
| David W. Schulze      | 5,118,248 | 71,186                              | 4,059,015        |
| Louise A. Walker      | 5,110,364 | 79,070                              | 4,059,015        |

2. To approve a non-binding advisory proposal on the compensation of the Company’s named Executive Officers:

| For       | Against | Abstain |
|-----------|---------|---------|
| 4,967,070 | 125,165 | 97,199  |

3. To approve a non-binding advisory proposal regarding the frequency of shareholder votes on executive compensation.

| Annually  | Every Two Years | Every Three Years | Abstain |
|-----------|-----------------|-------------------|---------|
| 1,969,835 | 2,852,513       | 240,679           | 126,407 |

4. To ratify the appointment by the Audit Committee of the Board of Directors of Moss Adams LLP as the Company’s independent registered public accounting firm for the year ending December 31, 2012.

| For       | Against | Abstain |
|-----------|---------|---------|
| 6,561,499 | 36,247  | 9,873   |

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: May 18, 2012

First Northern Community Bancorp  
(Registrant)

/s/ Jeremiah Z. Smith  
By: Jeremiah Z. Smith  
Executive Vice President/  
Chief Financial Officer