

FLUSHING FINANCIAL CORP
Form 8-K
November 20, 2018

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 20, 2018**

Flushing Financial Corporation

(Exact name of registrant as specified in its charter)

001-33013

(Commission File Number)

Delaware

*(State or other jurisdiction of
incorporation)*

11-3209278

(IRS Employer Identification No.)

220 RXR Plaza, Uniondale, New York , 11556

(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 (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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company

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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 7.01. Regulation FD Disclosure.

Flushing Financial Corporation, the parent holding company for Flushing Bank, today announced that the Board of Directors declared a quarterly dividend on its common stock of \$0.20 per common share, payable on December 28, 2018 to shareholders of record at the close of business on December 7, 2018. Attached as Exhibit 99.1 is the press release of Flushing Financial Corporation dated November 20, 2018.

Item 9.01. Financial Statements and Exhibits.

99.1. Press release of Flushing Financial Corporation dated November 20, 2018. "Flushing Financial Corporation Declares Quarterly Dividend of \$0.20 per Share"

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: November 20, 2018

By: /s/ Susan K. Cullen

Susan K. Cullen

Title: Senior Executive Vice President and Chief Financial Officer

50,000 ⁽¹⁾ A \$ 32.54 411,497 ⁽²⁾ D Common Stock 08/05/2008 S 36,112 ⁽³⁾ D \$ 73.39 375,385 D
 Common Stock 08/05/2008 S 9,700 ⁽⁴⁾ D \$ 73.72 403,855 D Common Stock (401k Shares) 6,053 ⁽⁵⁾ D
 Common Stock 3,500 I Held by spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
NQ Stock Options 01/26/2004	\$ 32.54	08/05/2008		M ⁽¹⁾	50,000	<u>(6)</u> <u>(6)</u>	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

ROWE JOHN W
10 SOUTH DEARBORN STREET

Chairman, President and CEO

54TH FLOOR
CHICAGO, IL 60603

Signatures

Scott N. Peters, Attorney in Fact for John W.
Rowe

08/06/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Exercise and all reported sales made pursuant to a rule 10b5-1 trading plan entered into on September 13, 2007.

(2) Balance includes 3,618 shares held in the Employee Stock Purchase Plan.

Exercise and all reported sales made pursuant to a rule 10b5-1 trading plan entered into on September 13, 2007. Shares were sold at prices ranging from \$72.65 to \$73.62. The filer undertakes to provide upon request by the SEC Staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

(3) Exercise and all reported sales made pursuant to a rule 10b5-1 trading plan entered into on September 13, 2007. Shares were sold at prices ranging from \$73.66 to \$73.80. The filer undertakes to provide upon request by the SEC Staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

(4) Shares held as of 07/31/08 in a multi-fund 401(K) plan to be settled in cash upon the reporting person's termination of employment for any reason on a 1:1 basis. Shares are acquired through regular periodic contributions, company matching contributions, and the automatic reinvestment of dividend equivalents.

(5) Non qualified employee stock options, awarded pursuant to the Exelon Long Term Incentive Plan. Options vest in 1/4 increments on each of the first four anniversaries of the grant date, referenced in column one, and expire on the tenth anniversary of the grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.