

Northfield Bancorp, Inc.
Form 8-K
May 26, 2011

**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 25, 2011

Northfield Bancorp, Inc.

(Exact name of registrant as specified in its charter)

United States

1-33732

42-1572539

(State or other jurisdiction
of incorporation)

(Commission File No.)

(I.R.S. Employer
Identification No.)

1410 St. Georges Avenue, Avenel, New Jersey

07001

(Address of principal executive offices)

(Zip code)

Registrant's telephone number, including area code: (732) 499-7200

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K 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))
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Item 5.07 Submission of Matters to a Vote of Security Holders

The 2011 Annual Meeting of Stockholders was held on May 25, 2011 (the Annual Meeting). The matters considered and voted on by the Company's stockholders at the Annual Meeting and the vote of stockholders were as follows:

Matter 1. The election of three directors, each for a three-year term.

| NAME | FOR | WITHHELD | BROKER NON-VOTES |
|----------------------|------------|----------|---------------------|
| John W. Alexander | 35,089,080 | 81,559 | 3,537,131 |
| Annette Catino | 35,037,915 | 132,724 | 3,537,131 |
| John P. Connors, Jr. | 35,088,045 | 82,594 | 3,537,131 |

Matter 2. The ratification of the appointment of KPMG LLP as the Company's independent registered public accounting firm for the year ending December 31, 2011.

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|------------|---------|---------|---------------------|
| 38,587,319 | 78,845 | 41,606 | 0 |

Matter 3. An advisory (non-binding) resolution to approve the executive compensation described in the Proxy Statement.

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|------------|---------|---------|---------------------|
| 34,386,142 | 739,563 | 44,933 | 3,537,132 |

Matter 4. An advisory (non-binding) proposal with respect to the frequency that stockholders will vote on our executive compensation.

| | Two Years | Three Years | ABSTAIN | BROKER NON-VOTES |
|-----------------------|--------------|-------------|---------|---------------------|
| One Year 4,172,013 | 37,479 | 30,924,578 | 36,568 | 3,537,132 |

Item 9.01. Financial Statements and Exhibits.

None

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.

NORTHFIELD BANCORP, INC.

DATE: May 26, 2011

By: /s/ Steven M. Klein
Steven M. Klein
*Chief Operating Officer
and Chief Financial Officer*

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