

Northfield Bancorp, Inc.  
Form 8-K  
June 04, 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): May 27, 2009**

**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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

(e) On May 27, 2009, stockholders of Northfield Bancorp, Inc. (the Registrant ) approved the Northfield Bancorp, Inc. Management Cash Incentive Plan (the Cash Incentive Plan ). A description of the Cash Incentive Plan is included in the Proposal Approval of the Northfield Bancorp, Inc. Management Cash Incentive Plan of the Registrant s Definitive Proxy Statement for its May 27, 2009 Annual Meeting, as filed with the Securities and Exchange Commission (the SEC ) on April 23, 2009 and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

- (a) Not Applicable.
- (b) Not Applicable.
- (c) Not Applicable.
- (d) Exhibits.

| Exhibit No. | Description                                                                                                                                                                                                                                               |
|-------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 10          | Northfield Bancorp, Inc. Management Cash Incentive Plan (incorporated by reference to Appendix A of the Registrant s Definitive Proxy Statement for the 2009 Annual Meeting of Stockholders (File No. 1-33732), as filed with the SEC on April 23, 2009). |

**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: June 4, 2009

By: /s/ Steven M. Klein  
Steven M. Klein  
*Executive Vice President  
and Chief Financial Officer*

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EXHIBIT INDEX

The following exhibits are filed as part of this report:

| Exhibit No. | Description                                                                                                                                                                                                                                               |
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