

LAKE SHORE BANCORP, INC.  
Form 8-K  
May 24, 2013

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE

SECURITIES EXCHANGE ACT OF 1934

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Date of report (Date of earliest event reported): May 22, 2013

LAKE SHORE BANCORP, inc.

(Exact name of registrant as specified in its charter)

|  |                             |                                   |
|--|-----------------------------|-----------------------------------|
| United States                                  | 000-51821                   | 20-4729288                        |
| (State or other jurisdiction of incorporation) | (Commission<br>File Number) | (IRS Employer Identification No.) |

31 East Fourth Street, Dunkirk, NY 14048

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (716) 366-4070

Not Applicable

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(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 240.14a-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.

On May 22, 2013, Lake Shore Bancorp, Inc. (the “Company”) held its Annual Meeting of Shareholders, at which time shareholders were asked to consider four proposals, as follows:

1. To elect three (3) directors to the Board of Directors of the Company for a three year term expiring in 2016 and to elect one (1) director to the Board of Directors of the Company for a one-year term expiring in 2014;
2. To approve, on an advisory basis, a non-binding resolution regarding the compensation of our named executive officers;
3. To choose the frequency of the advisory vote on the non-binding resolution to approve the compensation of our named executive officers; and
4. To ratify the appointment of ParenteBeard LLC as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2013.

The shareholders elected the directors to the terms stated above, approved the non-binding resolution regarding the compensation of our named executive officers, chose a 1 year frequency for the advisory vote on the non-binding resolution to approve the compensation of our named executive officers and ratified the appointment of ParenteBeard LLC as the Company’s independent registered public accounting firm for the fiscal year ending December 31, 2013.

The vote tabulation was as follows:

1. Election of three (3) directors to serve on the Board of Directors of the Company for a three-year term expiring in 2016 and election of one (1) director to serve on the Board of Directors of the Company for a one-year term expiring in 2014.

|                            | Votes For | Votes Withheld | Broker Non-Votes |
|----------------------------|-----------|----------------|------------------|
| Tracy S. Bennett (2016)    | 4,971,697 | 21,340         | 573,929          |
| Sharon E. Brautigam (2016) | 4,972,222 | 20,815         | 573,929          |
| Kevin M. Sanvidge (2016)   | 4,973,582 | 19,455         | 573,929          |
| Susan C. Ballard (2014)    | 4,962,627 | 30,410         | 573,929          |

2. To approve, on an advisory basis, a non-binding resolution regarding the compensation of our named executive officers.

Votes For

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|                 | Votes     | Votes     | Broker         |
|-----------------|-----------|-----------|----------------|
|                 | Against   | Abstained | Non-Votes      |
| Number of votes | 4,807,474 | 167,851   | 17,712 573,929 |

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3. To choose the frequency of the advisory vote on the non-binding resolution to approve the compensation of our named executive officers.

|                 | 1 Year    | 2 Years | 3 Years | Votes Abstained | Broker Non-Votes |
|-----------------|-----------|---------|---------|-----------------|------------------|
| Number of votes | 4,908,520 | 47,576  | 19,892  | 17,049          | 573,929          |

4. To ratify the appointment of ParenteBeard LLC as the Company's independent registered public accounting firm for the fiscal year ending December 31, 2013.

|  | Votes For | Votes Against | Votes Abstained |
|--|-----------|---------------|-----------------|
|  | 5,556,882 | 6,984         | 3,100           |



SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LAKE SHORE  
BANCORP, inc.

By: /s/ Rachel  
A. Foley

Name: Rachel A.  
Foley

Title: Chief  
Financial  
Officer

Date: May 24, 2013