

SUSSEX BANCORP
Form 8-K
May 02, 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 2, 2011

SUSSEX BANCORP
(Exact name of registrant as specified in its charter)

New Jersey
(State or other
jurisdiction of
incorporation or
organization)

0-29030
(Commission
File Number)

22-3475473
(I.R.S. Employer
Identification No.)

200 Munsonhurst Road
Franklin, New Jersey 07416
(Address of principal executive offices, zip code)

Registrant's telephone number, including area code: (973) 827-2914

Not Applicable
(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:

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02. Results of Operations and Financial Condition.

On April 27, 2011, Sussex Bancorp (the “Company”) issued a press release announcing its financial results for the quarter ended March 31, 2011. A copy of the press release is furnished as Exhibit 99.1 hereto and is hereby incorporated by reference into this Item 2.02.

The information contained in this current report on Form 8-K, including Exhibit 99.1, shall not be deemed “filed” with the Securities and Exchange Commission nor incorporated by reference in any registration statement filed by the Company under the Securities Act of 1933, as amended.

Item 5.07. Submission of Matters to a Vote of Security Holders.

The Company held its 2011 Annual Meeting of Stockholders (the “Annual Meeting”) on April 27, 2011. There were 3,363,416 shares of common stock eligible to be voted at the Annual Meeting and 51,592 shares were presented in person or represented by proxy at the meeting which constituted a quorum to conduct business.

There were three proposals submitted to the Company’s stockholders at the Annual Meeting. All proposals were passed. The final results of voting on each of the proposals are as follows:

Proposal 1: Election of Directors

| Nominee | Votes For | Votes Withheld | Broker Non-Vote |
|-------------------|-----------|----------------|-----------------|
| Patrick Brady | 2,037,711 | 390,540 | 483,117 |
| Edward J. Leppert | 2,030,802 | 397,449 | 483,117 |
| Richard Scott | 2,015,139 | 413,113 | 483,117 |

Proposal 2: Ratification of Appointment of Independent Registered Public Accounting Firm

| Votes For | Votes Against | Abstain | Broker Non-Vote |
|-----------|---------------|---------|-----------------|
| 2,831,540 | 66,887 | 12,941 | - |

Proposal 3: Approval of the Amendment of Our Certificate of Incorporation to Increase the Authorized Shares of Our Common Stock

| Votes For | Votes Against | Abstain | Broker Non-Vote |
|-----------|---------------|---------|-----------------|
| 2,256,145 | 610,538 | 44,685 | - |

Item 9.01. Financial Statements and Exhibits.

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

The exhibits required by this item are set forth on the Exhibit Index attached hereto.

| Exhibit Number | Description |
|-------------------|-------------------------------------|
| 99.1 | Press Release, dated April 27, 2011 |

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.

WEST

SUSSEX BANCORP

Date: May 2, 2011

By: /s/ Anthony Labozzetta
Anthony Labozzetta
President and Chief Executive
Officer

EXHIBIT INDEX

Exhibit
Number

Description

99.1 Press Release, dated April 27, 2011