

LAKE SHORE BANCORP, INC.

Form 8-K

May 24, 2013

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 22, 2013

LAKE SHORE BANCORP, inc.

(Exact name of registrant as specified in its charter)

United States

000-51821

20-4729288

(Commission

(State or other jurisdiction of incorporation)

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