

BCB BANCORP INC
Form 8-K
July 06, 2017

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): June 30, 2017

BCB BANCORP, INC.
(Exact Name of Registrant as Specified in its Charter)

<u>New Jersey</u> (State or Other Jurisdiction of Incorporation)	<u>0-50275</u> (Commission File No.)	<u>26-0065262</u> (I.R.S. Employer Identification No.)
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104-110 Avenue C, Bayonne, New Jersey 07002
(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (201) 823-0700

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 (see General Instruction A.2. below):

- 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 3.02 Unregistered Sales of Equity Securities

On June 30, 2017, BCB Bancorp, Inc. (the "Company") closed a private placement of the remaining Series D Noncumulative Perpetual Preferred Stock, resulting in gross proceeds of \$4,260,000 for 426 shares. The sale represents 31.74% of the total issued and outstanding Noncumulative Perpetual Preferred Stock, which includes Series C Noncumulative Perpetual Preferred Stock. The purchase price was \$10,000 per share. The Company relied on the exemption from registration with the Securities and Exchange Commission ("SEC") provided under SEC Rule 506 of Regulation D.

The total Series D Noncumulative Perpetual Preferred Stock offering consisted of 954 shares for gross offering proceeds of \$9,540,000.

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.

BCB BANCORP, INC.

DATE: July 6, 2017 By: /s/ Thomas P. Keating
Thomas P. Keating
Senior Vice President and Chief Financial Officer