

SUSSEX BANCORP  
Form 8-K  
May 06, 2014

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**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

Date of Report (Date of earliest event reported): **April 29, 2014**

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**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.)*

**399 Route 23**

**Franklin, New Jersey 07416**

*(Address of principal executive offices, zip code)*

Registrant's telephone number, including area code: **(844) 256-7328**

**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.**

Sussex Bancorp (the “Company”) held its 2014 Annual Meeting of Shareholders (the “Annual Meeting”) on April 29, 2014. There were 4,666,958 shares of common stock eligible to be voted at the Annual Meeting and 4,214,156 shares of common stock were presented in person or represented by proxy at the Annual Meeting, which constituted a quorum to conduct business.

As further detailed in the Company’s Definitive Proxy Statement on Schedule 14A (the “Proxy Statement”), which was filed with the Securities and Exchange Commission on March 31, 2014, there were three proposals submitted to the Company’s shareholders at the Annual Meeting. The shareholders elected all of the nominees listed in Proposal 1 and approved Proposals 2 and 3. The final results of voting on each of the proposals are as follows:

*Proposal 1: Election of Directors*

<b>Nominee</b>	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Broker Non-Vote</b>
Patrick Brady	2,862,536	442,147	909,472
Edward J. Leppert	2,877,078	411,315	925,762
John E. Ursin	2,711,659	576,734	925,762

*Proposal 2: Ratification of the Appointment of BDO USA LLP as the Company’s Independent Registered Public Accounting Firm for the Fiscal Year Ending December 31, 2014*

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>	<b>Broker Non-Vote</b>
3,920,477	243,769	49,910	--

*Proposal 3: Non-Binding Advisory Resolution on the Compensation of the Company’s Named Executive Officers*

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>	<b>Broker Non-Vote</b>
2,440,216	440,790	423,678	909,472

**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.

**SUSSEX BANCORP**

Date: May 5, 2014      By:    /s/ Steven M. Fusco  
  Steven M. Fusco  
  Senior Executive Vice  
  President and  
  
  Chief Financial Officer