

SUSSEX BANCORP  
Form 8-K  
May 01, 2015

**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): **April 29, 2015**

**SUSSEX BANCORP**

*(Exact name of registrant as specified in its charter)*

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

**0-29030**

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

*(Commission  
File Number)*

**100 Enterprise Dr.**

**Rockaway, New Jersey 07866**

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

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

**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:

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))

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

Sussex Bancorp (the “Company”) held its 2015 Annual Meeting of Shareholders (the “Annual Meeting”) on April 29, 2015. There were 4,669,597 shares of common stock eligible to be voted at the Annual Meeting and 4,208,547.92 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, 2015, 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>
Mark J. Hontz	2,941,606.86	147,298.05	1,119,643
Timothy Marvil	2,941,602.42	147,302.50	1,119,643
Charles A. Musilli	3,035,773.95	53,130.97	1,119,643

*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, 2015*

<b>Votes For</b>	<b>Votes Against</b>	<b>Abstain</b>	<b>Broker Non-Vote</b>
4,120,472.10	83,839	4,236.82	0

*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>
2,694,865.52	176,389.24	217,649.16	1,119,644

**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 1, 2015    By: /s/ Steven M. Fusco  
Steven M. Fusco  
Senior Executive Vice  
President and  
Chief Financial Officer