

Northfield Bancorp, Inc.  
Form 8-K  
January 30, 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): January 28, 2013

**Northfield Bancorp, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-35791**  
(Commission File No.)

**80-0882592**  
(I.R.S. Employer  
Identification No.)

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**581 Main Street, Woodbridge, New Jersey**  
(Address of principal executive offices)

**Registrant's telephone number, including area code: (732) 499-7200**

**07095**  
(Zip code)

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K 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 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

- (e) On January 28, 2013, the Board of Directors of Northfield Bancorp, Inc. (the Registrant ) ratified the Compensation Committee s approval of the Registrant s 2013 Management Cash Incentive Plan. The 2013 Management Cash Incentive Plan is attached to this 8-K as Exhibit 10.

**Item 9.01 Financial Statements and Exhibits.**

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

| Exhibit No. | Exhibit                                                      |
|-------------|--------------------------------------------------------------|
| 10          | Northfield Bancorp, Inc. 2013 Management Cash Incentive Plan |

**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.

**NORTHFIELD BANCORP, INC.**

DATE: January 30, 2013

By: /s/ Steven M. Klein  
Steven M. Klein  
*Chief Operating Officer*  
  
*and Chief Financial Officer*