

VAULE ROSAMOND B
Form 4
May 16, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
VAULE ROSAMOND B

2. Issuer Name and Ticker or Trading Symbol
BROOKLINE BANCORP INC
[BRKL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
05/16/2013

Director 10% Owner
 Officer (give title below) Other (specify below)

131 CLARENDON STREET

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

BOSTON, MA 02117

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 05/16/2013 | | S | | 100 | D | \$ 8.59 |
| Common Stock | 05/16/2013 | | S | | 900 | D | \$ 8.6 |
| Common Stock | 05/16/2013 | | S | | 3,100 | D | \$ 8.61 |
| Common Stock | 05/16/2013 | | S | | 1,604 | D | \$ 8.62 |
| Common Stock | 05/16/2013 | | S | | 1,200 | D | \$ 8.63 |

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| | | | | | | | |
|--------------|------------|---|-------|---|---------|-----------------------|---|
| Common Stock | 05/16/2013 | S | 200 | D | \$ 8.64 | 107,145 | D |
| Common Stock | 05/16/2013 | S | 900 | D | \$ 8.65 | 106,245 | D |
| Common Stock | 05/16/2013 | S | 2,896 | D | \$ 8.66 | 103,349 | D |
| Common Stock | 05/16/2013 | S | 1,600 | D | \$ 8.67 | 101,749 | D |
| Common Stock | 05/16/2013 | S | 3,800 | D | \$ 8.68 | 97,949 | D |
| Common Stock | 05/16/2013 | S | 300 | D | \$ 8.69 | 97,649 | D |
| Common Stock | 05/16/2013 | S | 400 | D | \$ 8.7 | 97,249 ⁽¹⁾ | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| VAULE ROSAMOND B 131 CLARENDON STREET BOSTON, MA 02117 | X | | | |

Signatures

Rosamond B. Vaule, by Michael W. McCurdy,
POA

05/16/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes shares of restricted stock issued pursuant to the Brookline Bancorp, Inc. 2011 Restricted Stock Plan which vest one year from the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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