

Northfield Bancorp, Inc.  
Form 8-K  
January 31, 2012

**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 25, 2012

**Northfield Bancorp, Inc.**

(Exact name of registrant as specified in its charter)

United States  
(State or other jurisdiction

of incorporation)

1-33732  
(Commission

File No.)

42-1572539  
(I.R.S. Employer

Identification No.)

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**1410 St. Georges Avenue, Avenel, New Jersey**  
(Address of principal executive offices)

**07001**  
(Zip code)

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

**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 25, 2012, the Board of Directors of Northfield Bancorp, Inc. (the Registrant ) ratified the Compensation Committee s approval of the Registrant s 2012 Management Cash Incentive Plan. The 2012 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. 2012 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 31, 2012

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