

BankFinancial CORP  
Form 8-K  
June 27, 2012

# 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): June 26, 2012

## BANKFINANCIAL CORPORATION

(Exact Name of Registrant as Specified in Charter)

Maryland  
(State or Other Jurisdiction

of Incorporation)

15W060 North Frontage Road, Burr Ridge, Illinois  
(Address of Principal Executive Offices)

0-51331  
(Commission

File No.)

75-3199276  
(I.R.S. Employer

Identification No.)

60527  
(Zip Code)

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Registrant's telephone number, including area code: (630) 242-7700

**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 (see General Instruction A.2. below):

- 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.**

**Annual Meeting Voting Results.** The following are the results of the stockholder votes that were cast at the Company's Annual Meeting of Stockholders on June 26, 2012:

**Proposal No. 1:** The election of the following nominees as directors of the Company: Cassandra J. Francis, Thomas F. O'Neill and Terry R. Wells, to hold office until the 2015 Annual Meeting of Stockholders and until their successors are duly elected and qualify.

Nominee	Number of Votes Cast For	Number of Votes	
		Withheld	Broker Non-Votes
Cassandra J. Francis	15,176,951	732,275	3,726,254
Thomas F. O'Neill	15,357,725	551,500	3,726,254
Terry R. Wells	15,117,420	791,806	3,726,254

**Proposal No. 2:** Ratification of the selection of Crowe Horwath LLP as the Company's independent registered public accounting firm for the year ending December 31, 2012.

Number of votes cast <i>For</i> Proposal	19,448,510
Number of votes cast <i>Against</i> Proposal	151,113
Number of Abstentions	35,856
Broker Non-Votes	

**Proposal No. 3:** The approval of an advisory, non-binding resolution to approve our executive compensation.

Number of votes cast <i>For</i> the non-binding resolution	14,268,509
Number of votes cast <i>Against</i> the non-binding resolution	1,541,602
Number of Abstentions	99,114
Broker Non-Votes	3,726,254

**Item 9.01. Financial Statements and Exhibits.**

None

**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.

**BANKFINANCIAL CORPORATION**

(Registrant)

Date: June 27, 2012

/s/ F. MORGAN GASIOR  
F. Morgan Gasior  
Chairman of the Board, Chief Executive Officer and  
President