

MSB FINANCIAL CORP.
Form 8-K
November 21, 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

November 19, 2012
Date of Report
(Date of earliest event reported)

MSB Financial Corp.
(Exact name of Registrant as specified in its Charter)

United States
(State or other jurisdiction
of incorporation)

001-33246
(SEC Commission
File No.)

34-1981437
(IRS Employer
Identification Number)

1902 Long Hill Road, Millington, New Jersey
(Address of principal executive offices)

07946-0417
(Zip Code)

Registrant's telephone number, including
area code: (908) 647-4000

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)).

MSB FINANCIAL CORP.

INFORMATION TO BE INCLUDED IN THE REPORT

SECTION 5 – CORPORATE GOVERNANCE AND MANAGEMENT

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

On November 19, 2012, the Company held its annual meeting of stockholders at which the following items were voted on.

(1) Election of Directors

| Nominee | For | Withheld | Broker Non-Votes |
|------------------|-----------|----------|------------------|
| Gary T. Jolliffe | 3,813,878 | 30,567 | 797,643 |
| Albert N. Olsen | 3,801,645 | 42,800 | 797,643 |

There were no abstentions in the election of directors.

(2) Ratification of appointment of ParenteBeard, LLC as the Company’s independent auditors for the fiscal year ending June 30, 2013.

| For | Against | Abstain |
|-----------|---------|---------|
| 4,614,639 | 12,976 | 14,473 |

There were no broker non-votes on the ratification of auditors.

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.

MSB FINANCIAL CORP.

Date: November 21, 2012 By: /s/ Michael A. Shriner
Michael A. Shriner
President and Chief Executive Officer
(Duly Authorized Officer)