

**FEDERAL DEPOSIT INSURANCE CORPORATION**

**WASHINGTON, D.C. 20429**

**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): April 18, 2019

**SIGNATURE BANK**

(Exact name of registrant as specified in its charter)

**NEW YORK**  
(State or other jurisdiction  
of incorporation)

**13-4149421**  
(IRS Employer  
Identification No.)

**565 FIFTH AVENUE**  
**NEW YORK, NEW YORK**  
(Address of principal executive offices)

**10017**  
(Zip Code)

Registrant's telephone number, including area code: (646) 822-1402

**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

The following proposals were submitted to the holders of Common Stock of Signature Bank (the “Bank”) at the Bank’s Annual Meeting of Stockholders which was held on April 18, 2019 (the “Annual Meeting”):

1. the election of three Class II directors of the Board of Directors (the “Board”) to serve until their successors have been duly elected and qualified;
2. the ratification of the appointment of KPMG LLP as the Bank’s independent auditors for fiscal year 2019;
3. an advisory vote on executive compensation; and
4. the approval to continue the Bank’s share repurchase plan, which allows the Bank to repurchase from the Bank’s stockholders from time to time in open market transactions, shares of the Bank’s common stock in an aggregate purchase amount of up to \$500 million.

The following provides a tabulation of the results of the matters submitted to a vote of the stockholders at the Annual Meeting:

1. The following votes were cast in the election of three Class II directors to the Board:

<u>Nominee</u>	<u>For</u>	<u>Against</u>	<u>Abstain</u>
Derrick D. Cephas	48,962,408	174,185	107,347
Judith A. Huntington	40,165,743	8,973,255	104,942
John Tamberlane	45,927,404	3,215,902	100,634
<u>Broker Non-Votes: 1,912,755</u>			

2. The following votes were cast in the ratification of the appointment of KPMG LLP as the Bank’s independent auditors for the fiscal year 2019:

<u>For</u>	<u>Against</u>	<u>Abstain</u>
50,698,674	358,547	99,474

3. The following advisory (non-binding) votes were cast to reject the compensation paid to the Bank's named executive officers: ("say-on-pay"):

<b>For</b>	<b>Against</b>	<b>Abstain</b>
<u>17,777,499</u>	<u>28,693,176</u>	<u>2,773,265</u>

Broker Non-Votes: 1,912,755

4. The following votes were cast to approve the continuation of the Bank's share repurchase plan, which allows the Bank to repurchase from the Bank's stockholders from time to time in open market transactions, shares of the Bank's common stock in an aggregate purchase amount of up to \$500 million:

<b>For</b>	<b>Against</b>	<b>Abstain</b>
<u>48,961,874</u>	<u>179,850</u>	<u>102,216</u>

Broker Non-Votes: 1,912,755

## **SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report on Form 8-K to be signed on its behalf by the undersigned, thereunto duly authorized.

Dated: April 23, 2019

### **SIGNATURE BANK**

By: /s/ Vito Susca

Name: Vito Susca

Title: Executive Vice President and  
Chief Financial Officer