

BROOKLINE BANCORP INC  
Form 8-K  
October 20, 2008

**SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**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): October 16, 2008

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**BROOKLINE BANCORP, INC.**

(Exact name of registrant as specified in its charter)

<b>Delaware</b>	<b>0-23695</b>	<b>04-3402944</b>
(State or other jurisdiction of incorporation)	(Commission File No.)	(I.R.S. Employer Identification No.)

<b><u>160 Washington Street, Brookline, Massachusetts</u></b>	<b><u>02447-0469</u></b>
(Address of principal executive offices)	(Zip Code)

**(617) 730-3500**  
(Registrant's telephone number, including area code)

**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))

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**Item 2.02. Results of Operations and Financial Condition, Declaration of Dividends**

On October 16, 2008, Brookline Bancorp, Inc. (the “Company”) (NASDAQ: BRKL) announced today its earnings for the 2008 third quarter and approval by the Board of Directors of a regular quarterly dividend of \$0.085 per share payable November 14, 2008 to stockholders of record on October 31, 2008.

See exhibit no. 99.1 attached hereto for the press release relating to this matter.

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On October 16, 2008, David J. Pallin, who is 69 years old and the senior officer responsible for the indirect auto lending activities of the Company, announced his retirement from the Company effective December 31, 2008. Mark R. Hennessy, who is 48 years old, will assume management responsibilities for the indirect auto lending activities of the Company. Mr. Hennessy has been an officer in the Company’s indirect auto lending business since February 2003 and, prior to that time, had 18 years of experience in indirect auto lending at other financial institutions. Mr. Pallin will be available for consultation until the date of his retirement.

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**SIGNATURE**

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.

**BROOKLINE BANCORP, INC.**

Date: October 20, 2008      By: /s/ Paul R. Bechet  
Paul R. Bechet  
Senior Vice President and Chief Financial Officer

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**EXHIBIT INDEX**

The following exhibits are furnished as part of this report:

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press release of Brookline Bancorp, Inc. dated October 16, 2008