

STEWARDSHIP FINANCIAL CORP
Form 8-K
April 11, 2017

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): April 10, 2017

Stewardship Financial Corporation
(Exact Name of Registrant as Specified in Charter)

New Jersey (State or other jurisdiction of incorporation)	1-33377 (Commission File Number)	22-3351447 (I.R.S. Employer Identification No.)
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630 Godwin Avenue Midland Park, NJ (Address of principal executive offices)	07432 (Zip Code)
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Registrant's telephone number, including area code: (201) 444-7100

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:

☐ 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 1.01 Entry Into a Material Definitive Agreement

On April 10, 2017, Stewardship Financial Corporation (the "Corporation") entered into an underwriting agreement (the "Underwriting Agreement") with Sandler O'Neill + Partners, L.P. (the "Underwriter"), providing for the offer and sale in a firm commitment offering (the "Offering") of 2,181,818 shares of the Corporation's common stock, at a price to the public of \$8.25 per share. In addition, pursuant to the terms of the Underwriting Agreement, the Corporation has granted the Underwriter a 30-day option to purchase up to an additional 327,272 shares of the Corporation's common stock. The Corporation has made certain customary representations, warranties and covenants in the Underwriting Agreement concerning the Corporation and the registration statement related to the Offering. The Corporation also has agreed to indemnify the Underwriter against certain liabilities, including liabilities under the Securities Act of 1933, as amended.

The foregoing description of the Underwriting Agreement is qualified in its entirety by reference to the Underwriting Agreement, a copy of which is attached hereto as Exhibit 1.1 and is incorporated herein by reference.

Item 8.01 Other Events

On April 11, 2017, the Corporation announced the pricing of the Offering. A copy of the press release issued by the Corporation announcing the pricing of the Offering is attached hereto as Exhibit 99.1 and the information set forth therein is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

1.1 Underwriting Agreement dated April 10, 2017

99.1 Press release of Stewardship Financial Corporation dated April 11, 2017.

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.

STEWARDSHIP FINANCIAL CORPORATION

Date: April 11, 2017

By: /s/ Claire M. Chadwick

Name: Claire M. Chadwick

Title: Executive Vice President and Chief Financial Officer
