

**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**

February 14, 2025

Date of Report (Date of earliest event reported)

THE FIRST OF LONG ISLAND CORPORATION

(Exact name of registrant as specified in its charter)

New York

(State or other jurisdiction
of incorporation)

001-32964

(Commission
File Number)

11-2672906

(IRS Employer
Identification No.)

**275 Broadhollow Road
Melville, New York**

(Address of principal executive offices)

11747

(Zip Code)

(516) 671-4900

Registrant's telephone number, including area code

N/A

(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common stock, \$0.10 par value per share	FLIC	NASDAQ

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

On February 14, 2025, The First of Long Island Corporation (the “Company”) held a Special Meeting of Shareholders (the “Special Meeting”) at which the shareholders of the Company approved the following matters:

1. A proposal to approve an Agreement and Plan of Merger, dated as of September 4, 2024, by and between the Company and ConnectOne Bancorp, Inc. (“ConnectOne”) (the “Merger Proposal”), providing for the merger of the Company with and into ConnectOne, and the automatic conversion of each outstanding share of common stock of the Company into the right to receive 0.5175 shares of ConnectOne common stock; and
2. A proposal to approve, on an advisory basis, certain compensation payable as a result of the consummation of the proposed merger (the “Compensation Proposal”).

As of December 16, 2024, the record date for the Special Meeting, there were 22,545,524 eligible votes with approximately 11,272,763 votes constituting a quorum at the meeting. 16,609,795 shares (or 73.7% of the shares outstanding) were voted.

The voting results for each proposal, including the votes for and against, and any abstentions or broker non-votes, are described below.

Item 1 – The Merger Proposal

The Company’s shareholders approved the Merger Proposal pursuant to the vote totals set forth below.

<u>For</u>	<u>Against</u>	<u>Abstentions</u>	<u>Broker non-votes</u>
15,614,634	792,447	202,714	—

Item 2 – The Compensation Proposal

The Company’s shareholders approved the Compensation Proposal pursuant to the vote totals set forth below.

<u>For</u>	<u>Against</u>	<u>Abstentions</u>	<u>Broker non-votes</u>
13,066,648	3,259,211	283,936	—

Item 8.01 Other Events.

Also on February 14, 2025, ConnectOne held a Special Meeting of its Shareholders for the purpose of voting to approve the issuance of the additional shares of ConnectOne’s common stock pursuant to the merger agreement. The proposal was approved by the ConnectOne shareholders. For additional information please see the Current Report on Form 8-K filed by ConnectOne with respect to its Special Meeting of Shareholders on February 14, 2025.

On February 14, 2025, the Company and ConnectOne issued a joint press release announcing their respective shareholders’ approval of the merger-related proposals, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

- (d) Exhibits

Exhibit No. Description

99.1	Joint Press Release dated February 14, 2025
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

THE FIRST OF LONG ISLAND CORPORATION

Dated: February 14, 2025

By: /s/ Christopher Becker
Name: Christopher Becker
Title: President and Chief Executive Officer



THE FIRST OF LONG ISLAND CORPORATION

SHAREHOLDERS OF CONNECTONE BANCORP, INC. AND THE FIRST OF LONG ISLAND CORPORATION APPROVE PROPOSED MERGER

Englewood Cliffs, N.J. and Melville, N.Y., February 14, 2025 -- ConnectOne Bancorp, Inc. (Nasdaq: CNOB) (the “Company” or “ConnectOne”), parent company of ConnectOne Bank (the “Bank”), and The First of Long Island Corporation (Nasdaq: FLIC) (“First of Long Island”), parent company of The First National Bank of Long Island, today announced that at separate special meetings the shareholders of both companies approved proposals relating to the pending merger of ConnectOne and First of Long Island. Closing of the transaction is expected to occur in the second quarter of 2025, subject to the receipt of regulatory approval and other customary closing conditions.

“We are pleased that shareholders demonstrated strong support for this compelling transaction,” commented Frank Sorrentino III, Chairman and Chief Executive Officer of ConnectOne. “Our integration teams have been working diligently to prepare for the combination, and we look forward to bringing together our two highly complementary cultures to create a truly premier New York-metro community bank.”

Upon completion of the transaction, the combined company will operate under the ConnectOne brand, and will have approximately \$14 billion in total assets, \$11 billion in total deposits, and \$11 billion in total loans. The combination will establish ConnectOne as one of the top 5 banks on Long Island, in terms of deposit market share.

“We’re excited about the prospect of combining with ConnectOne, which presents attractive opportunities for our respective clients, employees, and investors,” said Chris Becker, CEO of First of Long Island. “We look forward to beginning this next chapter in our bank’s history.” As previously announced, Mr. Becker will become Vice Chairman of ConnectOne following the close of the transaction.

About ConnectOne Bancorp, Inc.

ConnectOne Bancorp, Inc., is a modern financial services company that operates, through its subsidiary, ConnectOne Bank, and the Bank’s fintech subsidiary, BoeFly, Inc. ConnectOne Bank is a high-performing commercial bank offering a full suite of banking & lending products and services that focus on small to middle-market businesses. BoeFly, Inc. is a fintech marketplace that connects borrowers in the franchise space with funding solutions through a network of partner banks. ConnectOne Bancorp, Inc. is traded on the Nasdaq Global Market under the trading symbol “CNOB,” and information about ConnectOne may be found at <https://www.connectonebank.com>.

About The First of Long Island Corporation

The First of Long Island Corporation (Nasdaq: FLIC) is the parent company of The First National Bank of Long Island, a local bank founded in 1927 in Glen Head, New York. Through its branch network branded as First National Bank LI, the Bank focuses on business and consumer needs on Long Island and in New York City. We offer a broad set of lending, deposit, investment, and digital products. First National Bank LI is known for its culture of delivering extraordinary service and a “Customer First” banking experience to small and middle market businesses, professional service firms, not-for-profits, municipalities and consumers. The Bank’s tagline “Go First, Go Far” communicates the benefits of its employees’ commitment to helping customers reach their financial goals. For more information about the Bank and Corporation visit fnbli.com.

Forward-Looking Statements

Certain statements contained herein are “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Such forward looking statements may be identified by reference to a future period or periods, or by the use of forward-looking terminology, such as “may,” “will,” “believe,” “expect,” “estimate,” “anticipate,” “continue,” or similar terms or variations on those terms, or the negative of those terms.

Forward-looking statements involve risks and uncertainties that may cause actual results to differ materially from those in such statements. The following factors, among others, could cause actual results to differ materially from the anticipated results expressed in the forward-looking statements: failure to consummate the merger for any reason, including the failure to obtain necessary regulatory approvals (and the risk that such approvals may result in the imposition of conditions that could adversely affect the combined company) or failure to satisfy any of the other closing conditions in a timely basis or at all; the occurrence of any event, change or other circumstances that could give rise to the right of one or both of the parties to terminate the merger agreement; the outcome of any legal proceedings that may be instituted against ConnectOne or FLIC; and potential adverse reactions or changes to business or employee relationships, including those resulting from the announcement or completion of the transaction. Additional factors that could cause actual results to differ materially from those expressed in the forward-looking statements are discussed in ConnectOne’s and FLIC’s reports (such as the Annual Report on Form 10-K, Quarterly Reports on Form 10-Q and Current Reports on Form 8-K) filed with the Securities and Exchange Commission (the “SEC”) and available at the SEC’s Internet website (www.sec.gov). Except as required by law, ConnectOne and FLIC do not undertake any obligation to update any forward-looking statement to reflect circumstances or events that occur after the date the forward-looking statement is made.

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