

Section 1: 8-K (8-K)

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): January 27, 2020

STERLING BANCORP

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction of
Incorporation or Organization)

001-35385
(Commission File No.)

80-0091851
(IRS Employer ID No.)

400 Rella Boulevard
Montebello New York
(Address of Principal Executive Office)

10901
(Zip Code)

Registrant's telephone number, including area code:
(845) 369-8040

Not Applicable

(Former name or former address, if changed since last report)

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|---------------------------------------------------------------------------------------------------------------------------|-------------------|-------------------------------------------|
| Common Stock, par value \$0.01 per share | STL | New York Stock Exchange |
| Depository Shares, each representing 1/40 interest in a share of 6.50% Non-Cumulative Perpetual Preferred Stock, Series A | STLPRA | New York Stock Exchange |

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

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

(b)-(c) On January 27, 2020, Sterling Bancorp, a Delaware corporation (the “Company”), and its wholly-owned subsidiary, Sterling National Bank, a national banking association, (the “Bank”) announced the promotion of Luis Massiani to President of the Bank effective as of January 27, 2020, having responsibility over all finance, bank operations and consumer banking functions. Mr. Massiani will continue to serve as the Chief Financial Officer of both the Company and the Bank.

This promotion recognizes the dedication and leadership Mr. Massiani, age 42, has demonstrated since joining the organization as Senior Executive Vice President in October 2014 and Chief Financial Officer since December 2012.

Jack Kohnsky, although no longer the President of the Bank effective as of January 27, 2020, remains the President and Chief Executive Officer of the Company and the Chief Executive Officer of the Bank, having served the organization in these capacities since 2011.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits.

| Exhibit No. | Description |
|--------------------|-----------------------------------------------------------|
| 99.1 | Press Release of Sterling Bancorp, dated January 27, 2020 |

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.

STERLING BANCORP

Date: January 27, 2020

By: /s/ Jack Kopnisky

Jack Kopnisky
President, Chief Executive Officer and Director
(Principal Executive Officer)

EXHIBIT INDEX

| Exhibit Number | Description |
|----------------|---------------------------------------------------------------------------|
| 99.1 | Press Release of Sterling Bancorp, dated January 27, 2020 |

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Section 2: EX-99.1 (EXHIBIT 99.1)

Luis Massiani Promoted to President of Sterling National Bank

MONTEBELLO, N.Y., January 27, 2020 - Sterling Bancorp (NYSE: STL) today announced the promotion of Luis Massiani to President of Sterling National Bank. In addition to maintaining his role as Chief Financial Officer of Sterling Bancorp and Sterling National Bank, Mr. Massiani will lead all finance, bank operations and consumer banking functions.

“Luis has been an integral member of the executive team that has grown the company from a \$3 billion asset-size community bank to a regional and national bank with \$31 billion in assets over the past eight years,” said Jack Kopnisky, Chief Executive Officer of Sterling National Bank. “With his proven leadership we are confident that Luis and his team will continue to position the company for success and will deliver on both our values and performance commitments.”

Luis joined Sterling Bancorp in 2012 as Senior Executive Vice President, Chief Financial Officer. During his time at Sterling, Luis has been responsible for all financial matters of the Company including accounting, treasury, corporate development, and investor relations. He has lead the Company through several major mergers and acquisitions, including most recently the Astoria Bank merger which was completed in 2017. Prior to 2012, Mr. Massiani was a Director in the Investment Banking department of Credit Suisse Securities, LLC. Prior to joining Credit Suisse, Mr. Massiani served as a Director in the Investment Banking department of Citadel Securities, LLC. He holds an MBA from the Kelley School of Business at Indiana University.

About Sterling National Bank

Sterling Bancorp, of which the principal subsidiary is Sterling National Bank, specializes in the delivery of financial services and solutions for small to mid-size businesses and consumers within the communities we serve through a distinctive team-based delivery approach utilizing highly experienced, fully dedicated relationship managers. Sterling National Bank offers a complete line of commercial, business, and consumer banking products and services. For more information, visit www.snb.com.

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