BROOKLINE BANCORP INC

Form 5

February 14, 2017

FORM 5

OMB

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported Form 4 30(h) of the Investment Company Act of 1940

Transactions Reported

securities beneficially owned directly or indirectly.

1(b).

WILDE PETER O Sym			Symbol					5. Relationship of Reporting Person(s) to Issuer				
BROO [BRKL								(Check all applicable)				
(Last)	(First) (M	ŕ	3. Stateme (Month/Da 12/31/20	•			-	_X_ Director Officer (give pelow)		Owner er (specify		
131 CLARENDON STREET												
				·				6. Individual or Joint/Group Reporting				
Filed(Month/Day/Year)					(check applicable line)							
BOSTON,Â	MAÂ 02117						_	_X_ Form Filed by Form Filed by Person	One Reporting P More than One R			
(City)	(State)	(Zip)	Table	e I - Non-Deri	vative Sec	curitie	s Acqu	ired, Disposed o	f, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deen Execution any (Month/D	n Date, if	3. Transaction Code (Instr. 8)	4. Securi Acquired Disposed (Instr. 3,	d (A) od of (D) 4 and (A) or))	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	Â	Â		Â	Â	Â	Â	10,371 (1)	I	By IRA		
Common Stock	Â	Â		Â	Â	Â	Â	147,065 (2)	D	Â		
Reminder: Report on a separate line for each class of			Persons who respond to the collection of information SEC					SEC 2270				

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(9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						_			or	
						Date	Expiration	Title	Number	
						Exercisable	able Date	of		
					(A) (D)				Shares	

Of D So

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
WILDE PETER O 131 CLARENDON STREET BOSTON, MA 02117	ÂX	Â	Â	Â			

Signatures

Peter O. Wilde, by Marissa S. Frerk, POA 02/14/2017

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reflects dividend reinvestment plan allocations that have occurred since the date of the reporting person's last ownership report.
- (2) Includes shares of restricted stock granted pursuant to the Brookline Bancorp, Inc. 2014 Equity Incentive Plan.

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