
CWAY 8-K 1/14/2014

Section 1: 8-K (COASTWAY FORM 8-K)

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 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 14, 2014

Coastway Bancorp, Inc.
(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of incorporation or organization)

001-36263
(Commission File Number)

46-4149994
(IRS Employer Identification No.)

One Coastway Plaza, Cranston, Rhode Island
(Address of principal executive offices)

02910
(Zip Code)

Registrant's telephone number, including area code: (401) 330-1600

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))
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Item 8.01 Other Events

On January 14, 2014, Coastway Bancorp, Inc. (the “Company”) announced that it completed its stock offering in connection with the mutual-to-stock conversion of Coastway Bancorp, MHC.

A copy of the press release is included as Exhibit 99.1 to this report and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|---------------------------------------|
| 99.1 | Press Release, dated January 14, 2014 |

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.

COASTWAY BANCORP, INC.
(Registrant)

Date: January 14, 2014

By: /s/ Jeanette Fritz
Jeanette Fritz
Executive Vice President and Chief Financial Officer

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Section 2: EX-99.1 (COASTWAY FORM 8-K PRESS RELEASE)

COASTWAY BANCORP, INC.

FOR IMMEDIATE RELEASE

Contact: William A. White
President and CEO
(401) 330-1600

COASTWAY BANCORP, INC. COMPLETES \$48.3 MILLION STOCK OFFERING

Cranston, Rhode Island, January 14, 2014 – Coastway Bancorp, Inc. (the “Company”), the holding company for Coastway Community Bank (the “Bank”), announced that it completed its stock offering in connection with the mutual-to-stock conversion of Coastway Bancorp, MHC (the “MHC”) on January 14, 2014. Shares of the Company’s common stock are expected to begin trading on January 15, 2014 on the Nasdaq Capital Market under the trading symbol “CWAY.”

The Company sold 4,827,125 shares of common stock, including the sale of 395,934 shares to the employee stock ownership plan, at \$10.00 per share for gross offering proceeds of \$48.3 million in the offering. The Company also contributed 122,054 shares and \$300,000 in cash to a charitable foundation established by the Bank in connection with the conversion. As previously announced, direct registration statements reflecting the shares purchased in the subscription and community offerings, interest checks and refund checks for any persons not receiving all shares ordered are expected to be mailed no later than January 15, 2014.

Sandler O’Neill & Partners, L.P. acted as selling agent in the subscription and community offerings. Luse Gorman Pomerenk & Schick, P.C. and Brown Rudnick LLP served as legal counsel to the Company and the MHC. Goodwin Procter LLP served as legal counsel to Sandler O’Neill &

Partners, L.P.

Coastway Bancorp, Inc. is a bank holding company and the parent company of Coastway Community Bank. The Bank has branches in Cranston, East Providence, East Greenwich, Lincoln, Providence and Warwick. The Bank's website is www.coastway.com.

This news release contains forward-looking statements within the meaning of the federal securities laws. Statements in this release that are not strictly historical are forward-looking and are based upon current expectations that may differ materially from actual results. These forward-looking statements, identified by words such as "will," "expected," "believe," and "prospects," involve risks and uncertainties that could cause actual results to differ materially from those anticipated by the statements made herein. These risks and uncertainties involve the possibility of unforeseen delays in the delivery of direct registration statements or checks related to the offering or delays in the opening of trading due to market disruptions or exchange-related operational issues. Coastway Bancorp, Inc. undertakes no obligation to release revisions to these forward-looking statements publicly to reflect events or circumstances after the date hereof or to reflect the occurrence of unforeseen events, except as required to be reported under the rules and regulations of the Securities and Exchange Commission.

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