

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-05-16** | Period of Report: **2013-05-16**  
SEC Accession No. [0001179110-13-008566](#)

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REPORTING OWNER

**VAULE ROSAMOND B**

CIK: [1248132](#)

Type: **4** | Act: **34** | File No.: [000-23695](#) | Film No.: **13852492**

Mailing Address

*160 WASHINGTON ST  
BROOKLINE MA 02447-0469*

ISSUER

**BROOKLINE BANCORP INC**

CIK: [1049782](#) | IRS No.: **000000000** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
SIC: **6035** Savings institution, federally chartered

Mailing Address

*160 WASHINGTON ST  
BROOKLINE MA 02147*

Business Address

*160 WASHINGTON STREET  
BROOKLINE MA 02147  
6177303500*

**FORM 4**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**OMB APPROVAL**

OMB Number: 3235-0287  
Expires: 02/28/2011  
Estimated average burden hours per response 0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <b>VAULE ROSAMOND B</b>			2. Issuer Name and Ticker or Trading Symbol <b>BROOKLINE BANCORP INC [BRKL]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>05/16/2013</b>					
131 CLARENDON STREET			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street)								
BOSTON, MA 02117								
(City)	(State)	(Zip)						

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/16/2013		<u>S</u>		100	D	\$8.59	114,149	D	
Common Stock	05/16/2013		<u>S</u>		900	D	\$8.6	113,249	D	
Common Stock	05/16/2013		<u>S</u>		3,100	D	\$8.61	110,149	D	
Common Stock	05/16/2013		<u>S</u>		1,604	D	\$8.62	108,545	D	
Common Stock	05/16/2013		<u>S</u>		1,200	D	\$8.63	107,345	D	
Common Stock	05/16/2013		<u>S</u>		200	D	\$8.64	107,145	D	
Common Stock	05/16/2013		<u>S</u>		900	D	\$8.65	106,245	D	
Common Stock	05/16/2013		<u>S</u>		2,896	D	\$8.66	103,349	D	
Common Stock	05/16/2013		<u>S</u>		1,600	D	\$8.67	101,749	D	
Common Stock	05/16/2013		<u>S</u>		3,800	D	\$8.68	97,949	D	
Common Stock	05/16/2013		<u>S</u>		300	D	\$8.69	97,649	D	
Common Stock	05/16/2013		<u>S</u>		400	D	\$8.7	97,249 <sup>(1)</sup>	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

1. Includes shares of restricted stock issued pursuant to the Brookline Bancorp, Inc. 2011 Restricted Stock Plan which vest one year from the date of grant.

**Signatures**

Rosamond B. Vaule, by Michael W. McCurdy, POA

\*\* Signature of Reporting Person

05/16/2013

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**