
FEDERAL DEPOSIT INSURANCE CORPORATION
WASHINGTON, D.C. 20429

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): March 13, 2019

AMALGAMATED BANK

(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction
of incorporation)

275 Seventh Avenue, New York, New York
(Address of principal executive offices)

13-4920330
(IRS employer
identification no.)

10001
(Zip Code)

Registrant's telephone number, including area code: (212) 895-8988

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 (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 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 7.01. Regulation FD Disclosure.

On March 13, 2019, Keith Mestrich, President and Chief Executive Officer of Amalgamated Bank (the "Bank"), adopted a Rule 10b5-1 stock trading plan. Mr. Mestrich's plan provides for the sale of shares of the Bank's stock, issuable upon the exercise of options granted to Mr. Mestrich in 2015. Under the plan, beginning on April 15, 2019, a brokerage firm will be authorized to periodically exercise Mr. Mestrich's stock options and sell the issued shares provided the stock price is above certain levels. The number of shares that will be sold into the market under the plan will depend on the stock price at the date of exercise of the options, since the exercise price and withholding for taxes will be paid by withholding shares that otherwise would be issued upon exercise of the option. We anticipate that the number of shares that may be sold into the market over the duration of the plan is between 35,000 and 45,000 shares. Mr. Mestrich currently holds a total of approximately 620,000 vested and unvested options and will be receiving an additional stock award this year.

All transactions under the foregoing trading plan will be disclosed publicly through individual Form 4 filings with the FDIC to the extent required by law. The plan is intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934 and the Bank's insider trading policy. Rule 10b5-1 allows individuals who are not in possession of material, non-public information at the time that a stock trading plan is adopted to establish prearranged written plans to buy or sell a specified number of shares of a company stock in order to avoid concerns about initiating stock transactions when the individual may be aware of non-public information. Such plan also allows sales to be spread out over a set period of time with the goals of allowing individuals gradually to diversify their holdings while minimizing any market impact of the stock sales and also maintaining compliance with the Bank's insider trading policies and stock ownership guidelines. Any such plan, however, may be terminated at any time prior to its expiration.

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.

AMALGAMATED BANK

By: /s/ Deborah Silodor
Name: Deborah Silodor
Title: Executive Vice President and General
Counsel

Date: March 15, 2019