

ORIENTAL FINANCIAL GROUP INC  
Form 8-K/A  
September 02, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K/A**  
**(Amendment No. 1)**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): April 27, 2011**

**ORIENTAL FINANCIAL GROUP INC.**

**(Exact Name of Registrant as Specified in its Charter)**

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(State or other Jurisdiction  
of Incorporation)

(Commission  
File No.)

(I.R.S. Employer  
Identification No.)

**Oriental Center**  
**Professional Offices Park**  
**997 San Roberto Street, 10<sup>th</sup> Floor**  
**San Juan, Puerto Rico**  
(Address of Principal Executive Offices)

**Registrant's telephone number, including area code: (787) 771-6800**

**00926**  
(Zip Code)

(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))

**Item 5.07. Submission of Matters to a Vote of Security Holders**

At its annual meeting of shareholders held on April 27, 2011 (the Annual Meeting ), Oriental Financial Group Inc. (the Company ) submitted several proposals, including a proposal entitled Advisory Vote on the Frequency of the Vote on Executive Compensation, which allowed the Company s shareholders to choose among the options of holding an advisory vote on the compensation of the Company s named executive officers (i.e., a say-on-pay vote) every one, two or three years, or to abstain from voting. As previously reported by the Company, a majority of the votes cast at the Annual Meeting were in favor of holding the say-on-pay vote every year. After consideration of these results, the Company s Board of Directors, at its meeting held on August 31, 2011, determined that the Company will hold an advisory say-on-pay vote every year until the next shareholder advisory vote on the frequency of future advisory votes on executive compensation.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ORIENTAL FINANCIAL GROUP INC.**

Date: September 2, 2011

By: /s/ Carlos O. Souffront  
Carlos O. Souffront  
General Counsel and  
Secretary of the Board of Directors