

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 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): April 10, 2018



(Exact name of Registrant as specified in its charter)

Commission File Number: 001-36695

Maryland  
(State or Other Jurisdiction of Incorporation or Organization)

38-3941859  
(I.R.S. Employer Identification Number)

214 West First Street, Oswego, NY 13126  
(Address of Principal Executive Office) (Zip Code)

(315) 343-0057  
(Issuer's Telephone Number including area code)

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 240.14d-2(b))
- 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-4c under the Exchange Act (17 CFR 240.13e-4c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 ((§230.405) of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 ((§240.12b-2 of this chapter).

- 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.
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**Item 8.01 – Other Events**

On April 4, 2018, Pathfinder Bancorp, Inc. issued a press release announcing the purchase of a former bank branch building located at 3775 State Route 31 in the Town of Clay.

A copy of the press release is filed as Exhibit 99.1 hereto and is incorporated herein by reference.

**Item 9.01 – Financial Statements and Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press Release dated April 4, 2018</a>

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**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.

**PATHFINDER BANCORP, INC.**

Date: April 10, 2018

By: /s/ Thomas W. Schneider  
Thomas W. Schneider  
President and Chief Executive Officer

**News Release:**

**CONTACT:** Thomas W. Schneider, President & CEO, (315) 343-0057

**Pathfinder Bank Announces Plans to Open New Branch**

**OSWEGO, New York (April 4th, 2018)** – Pathfinder Bank announces the purchase of a former bank branch building located at 3775 State Route 31 in the Town of Clay. The opening, scheduled for October, after interior renovations are complete, will mark the third banking office in Onondaga County.

The new office will be a full service branch, offering a wide array of financial services including retail, residential mortgage, commercial lending, and wealth management services, as well as teller and ATM drive-thru service. The Bank plans to hire six new employees, which would increase our total number of employees to 160.

“Our commitment to Onondaga County continues to grow, as does the communities support of our presence,” says Tom Schneider, President and CEO of Pathfinder Bank. “Our business model involves full engagement and leadership in the communities we serve. We seek to assist customers and the community and strengthen the economic, social, civic, and cultural fabric of our communities. We recognize a need to provide our customers with more convenience and have been searching for a new location that would enhance our accessibility. Now that we have found one, we look forward to becoming an even more visible and vital part of the communities we serve. We greatly appreciate the help that The New York State Department of Financial Services has provided throughout this entire project.”

Pathfinder’s newest location will sit alongside the proposed Widewaters Commons located at 3715 Route 31, west of an existing Kohl’s store and about a mile west of Route 481. Widewaters Commons, a project of Widewaters Group, is about halfway through the planning board approval process. The proposal calls for a 100,000-square-foot-plus retail complex with restaurants and stores. Widewaters Group is a Syracuse-based real estate development and management company with over than 30 years of development, construction, management and investment experience.

**About Pathfinder Bancorp, Inc.**

Pathfinder Bank is a New York State chartered commercial bank headquartered in Oswego, whose deposits are insured by the Federal Deposit Insurance Corporation. The Bank is a wholly owned subsidiary of Pathfinder Bancorp, Inc., (NASDAQ SmallCap Market; symbol: PBHC, listing: PathBcp). The Bank has nine full service offices located in its market areas consisting of Oswego and Onondaga County.

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*This release may contain certain forward-looking statements, which are based on management's current expectations regarding economic, legislative, and regulatory issues that may impact the Company's earnings in future periods. Factors that could cause future results to vary materially from current management expectations include, but are not limited to, general economic conditions, changes in interest rates, deposit flows, loan demand, real estate values, and competition; changes in accounting principles, policies, or guidelines; changes in legislation or regulation; and economic, competitive, governmental, regulatory, and technological factors affecting the Company's operations, pricing, products, and services.*