

CARVER BANCORP INC  
Form 8-K  
December 19, 2007

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**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):

December 17, 2007

**CARVER BANCORP, INC.**

(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

**DELAWARE**

(STATE OR OTHER JURISDICTION OF INCORPORATION)

**1-13007**  
(COMMISSION FILE NUMBER)

**13-3904174**  
(I.R.S. EMPLOYER IDENTIFICATION NO.)

**75 West 125<sup>th</sup> Street**  
**New York, NY 10027-4512**  
(ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)

**(718) 230-2900**  
(REGISTRANT'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 (*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))
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**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year**

On December 17, 2007, the Board of Directors of Carver Bancorp, Inc. (the Company ) approved amendments to certain provisions of Article III of the Company s Amended and Restated Bylaws to allow for the issuance and transfer of uncertified shares of stock. These amendments were approved in connection with NASDAQ s Direct Registration Program which requires that all companies listed with NASDAQ permit an investor s ownership to be recorded and maintained on the books of an issuer or the transfer agent without the issuance of a physical stock certificate.

The foregoing description is qualified in its entirety by reference to the Second Amended and Restated Bylaws of the Company, a copy of which is attached hereto and incorporated herein as Exhibit 3.2 to this Form 8-K.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

The following exhibit is filed as part of this report:

3.2 Second Amended and Restated Bylaws of the Company

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**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.

**CARVER BANCORP, INC.**

Date: December 19, 2007

By: /s/ Roy Swan

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Roy Swan  
Executive Vice President and  
Chief Financial Officer

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