

**DIME COMMUNITY BANCSHARES, INC.**

**THE DIME SAVINGS BANK OF WILLIAMSBURGH**

**DIRECTOR RESIGNATION POLICY**

In an uncontested election of Directors, any Director nominee who does not receive more votes cast for than against his/her election shall immediately tender his/her resignation. The Nominating Committee shall promptly consider the resignation, possible responses (including, without limitation, actions to address the underlying causes of the vote), and make a recommendation to the Board for determination at its next regularly scheduled meeting. The Nominating Committee and Board may consider any factors deemed relevant in deciding whether or not to accept the offer of resignation. The Director nominee at issue will not participate in the discussion, recommendation or vote regarding the resignation tender.