

FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL
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| | | |
|---|---|---|
| 1. Name and Address of Reporting Person * | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |
| BURAN JOHN R | FLUSHING FINANCIAL CORP [FFIC | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner |
| (Last) (First) (Middle) | 3. Date of Earliest Transaction (MM/DD/YYYY) | <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) |
| 220 RXR PLAZA | 2/10/2023 | President & CEO |
| (Street) | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | 6. Individual or Joint/Group Filing (Check Applicable Line) |
| UNIONDALE, NY 11556 | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) (State) (Zip) | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans. Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|------------------------------------|----------------|---|------------------------------|---|---|---------------|---------|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 2/10/2023 | | G | | 13,900 | A | (1) | 103,224 | D | |
| Common Stock | 1/25/2024 | | M | | 16,410 | A | (2) | 119,634 | D | |
| Common Stock | 1/25/2024 | | F | | 6,132 | (3) D | \$16.81 | 113,502 | D | |
| Common Stock | 1/25/2024 | | A | | 11,750 | A | (4) | 125,252 | D | |
| Common Stock | 1/26/2024 | | F | | 1,029 | (3) D | \$16.86 | 124,223 | D | |
| Common Stock | | | | | | | | 103,536 | (5) I | 401k |

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivate Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Trans. Date | 3A. Deemed Execution Date, if any | 4. Trans. Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 6. Date Exercisable and Expiration Date | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|-------------------|---|---------------------------------|---|--|--|--------------------|--|----------------------------------|---|--|---|--|
| | | | | Code | V | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Common Stock | (6) | 1/25/2024 | | M | | 16,410 | (6) | (6) | Common Stock | 16,410 | (6) | 0 | D | |
| Common Stock | (2) | 1/25/2024 | | M | | 11,750 | (2) | (2) | Common Stock | 11,750 | (2) | 11,750 | (2) D | |

Explanation of Responses:

- (1) Gift of shares.
- (2) Acquisition resulting from vesting of an equal number of PRSUs, above target achievement, from the January 28, 2021 grant.
- (3) Shares withheld to satisfy taxes upon vesting.
- (4) Grant of RSUs which cliff vest at the end of three year vesting period.
- (5) Shares held in Flushing Bank 401(k) Savings Plan a/o 1/25/24.
- (6) Disposition resulted from vesting of an equal number of PRSUs, above target achievement, from the January 28, 2021 grant.
- (7) Grant of PRSUs which cliff vest at the end of three-year performance period if certain metrics are achieved.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| BURAN JOHN R 220 RXR PLAZA UNIONDALE, NY 11556 | X | | President & CEO | |

Signatures

Signed by Russell A. Fleishman under POA by John R. Buran

1/26/2024

Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.