

OCEANFIRST FINANCIAL CORP

Form 4

March 09, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
IANTOSCA JOSEPH R

2. Issuer Name **and** Ticker or Trading
Symbol

OCEANFIRST FINANCIAL CORP
[OCFC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

975 HOOPER AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)

03/08/2017

____ Director ____ 10% Owner
____ Officer (give title ____X____ Other (specify
below) below)

EVP, CAO, OceanFirst Bank

4. If Amendment, Date Original
Filed(Month/Day/Year)

TOMS RIVER, NJ 08754

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired 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)
Common Stock	03/08/2017		M	7,088 A	\$ 12.28 16,782	D ⁽¹⁾	
Common Stock	03/08/2017		M	9,925 A	\$ 10.11 26,707	D ⁽¹⁾	
Common Stock	03/08/2017		F	10,464 D	\$ 28.5 16,243	D ⁽¹⁾	
Common Stock					17,524	I	By 401(k) ⁽²⁾
Common Stock					12,036	I	BY ESOP

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

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. D S (I	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 12.28	03/08/2017		M		7,088		02/18/2010	02/18/2019	Common Stock	7,088
Stock Option (right to buy)	\$ 10.11	03/08/2017		M		9,925		02/11/2011	02/11/2020	Common Stock	9,925
Stock Option (right to buy)	\$ 13.87							02/18/2012	02/18/2021	Common Stock	10,125
Stock Option (right to buy)	\$ 13.83							02/15/2013	02/15/2022	Common Stock	10,125
Stock Option (right to buy)	\$ 14.62							02/15/2014	02/15/2023	Common Stock	11,250
Stock Option (right to buy)	\$ 14.55							06/17/2014	06/17/2023	Common Stock	11,250
Stock Option (right to	\$ 17.75							03/01/2015	03/19/2024	Common Stock	24,375

buy)

Stock

Option \$ 17.37
(right to
buy)

03/01/2016 03/18/2025

Common
Stock 30,000

Stock

Option \$ 17.28
(right to
buy)

03/01/2017 03/16/2026

Common
Stock 37,500

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

IAENTOSCA JOSEPH R
975 HOOPER AVENUE
TOMS RIVER, NJ 08754

EVP, CAO, OceanFirst Bank

Signatures

/s/ Steven J. Tsimbinos, Power of
Attorney

03/09/2017

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Total includes shares of restricted Common stock that have not yet vested.

(2) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16b-3(c).

(3) Options vest in five equal annual installments beginning on the date first exercisable.

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

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