Maher Christopher Form 4 March 04, 2019

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

Number:

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

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

2 Januar Nama and Tielzer or Tradina

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Maher Christopher				2. Issuer Name and Ticker or Trading Symbol OCEANFIRST FINANCIAL CORP [OCFC]						Issuer (Check all applicable)				
(Last) (First) (Middle)  110 WEST FRONT STREET				3. Date of Earliest Transaction (Month/Day/Year) 02/28/2019						_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below)  Chairman, President and CEO				
					4. If Amendment, Date Original Filed(Month/Day/Year)						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)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										lly Owned		
	1.Title of Security (Instr. 3)	urity (Month/Day/Year) Execution any (Month/		emed on Date, if /Day/Year)	3. Transac Code (Instr. 8	8)	4. Securition(A) or Dis (D) (Instr. 3, 4	sposed	of	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	02/28/2019			A		6,450	A	\$0	116,518	D (1)			
	Common Stock	02/28/2019			A		24,605	A	\$0	141,123	D (2)			
	Common Stock	03/01/2019			D		3,041	D	\$0	138,082	D (3)			
	Common Stock									8,407	I	By 401(k) Plan (4)		
	Common									2,156	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)

# $\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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)	Code	TransactionDerivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Common Stock	\$ 25.2	02/28/2019		A		109,060		03/01/2020	03/01/2029	Common Stock	109,06
Stock Option (right to buy)	\$ 14.55							06/17/2014	06/17/2023	Common Stock	4,500
Stock Option (right to buy)	\$ 17.75							03/01/2015	03/19/2024	Common Stock	12,00
Stock Option (right to buy)	\$ 17.37							03/01/2016	03/18/2025	Common Stock	29,77
Stock Option (right to buy)	\$ 17.28							03/01/2017	03/16/2026	Common Stock	59,67
Stock Option (right to buy)	\$ 29.01							03/01/2018	03/15/2027	Common Stock	73,40
Stock Option (right to buy)	\$ 27.4							03/01/2019	01/24/2028	Common Stock	25,27

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Maher Christopher

110 WEST FRONT STREET X Chairman, President and CEO

RED BANK, NJ 07701

## **Signatures**

/s/ Steven J. Tsimbinos, Power of Attorney 03/04/2019

\*\*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) Restricted shares awarded. Such shares vest in five equal annual installments beginning on March 1, 2020. Total includes other restricted shares that vest in the future.
- Shares vest in five equal annual installments beginning on March 1, 2020, at approximately 60% or approximately 80% to 100%
- (2) depending on the attainment of defined performance criteria for each of the calendar years ended 2019, 2020, 2021, 2022, and 2023, or are forfeited if threshold performance is not met. Total includes other restricted shares that vest in the future.
  - Represents forfeiture of unvested performance-based restricted shares, originally awarded on January 24, 2018, for failure to satisfy
- (3) performance conditions. Remaining shares earned under this award will vest on March 1 of 2020 and 2021, subject to the satisfaction of performance criteria. Total includes other unvested restricted shares that vest in the future.
- (4) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16b-3(c).
- (5) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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