

OCEANFIRST FINANCIAL CORP

Form 4

November 03, 2016

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

OMB
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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)

11/02/2016

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

EVP, CAO, OceanFirst Bank

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

TOMS RIVER, NJ 08754

(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 (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)	
Common Stock	03/01/2016		S	2,152	D	\$ 20.56	9,200	D ⁽¹⁾
Common Stock							16,912	I
Common Stock							11,536	I

By 401(k)
⁽²⁾BY ESOP
⁽²⁾ ⁽³⁾

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

**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**

SEC 1474
(9-02)

number.

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. Pri Deriv Secur (Instr
				Code	V	(A)	(D)	
Stock Option (Right to Buy)	\$ 20.25					03/02/2008	03/02/2017	Common Stock
								6,750
Stock Option (Right to Buy)	\$ 16.81					02/20/2009	02/20/2018	Common Stock
								7,088
Stock Option (Right to Buy)	\$ 12.28					02/18/2010	02/18/2019	Common Stock
								7,088
Stock Option (Right to Buy)	\$ 10.11					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
	\$ 14.55					06/17/2014	06/17/2023	
								11,250

Stock Option (Right to Buy)				Common Stock	
Stock Option (Right to Buy)	\$ 17.75	03/01/2015	03/19/2024	Common Stock	24,375
Stock Option (Right to Buy)	\$ 17.37	03/01/2016	03/18/2025	Common Stock	30,000
Stock Option (Right to Buy)	\$ 17.28	03/01/2017	03/16/2026	Common Stock	37,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IANTOSCA JOSEPH R 975 HOOPER AVENUE TOMS RIVER, NJ 08754				EVP, CAO, OceanFirst Bank

Signatures

/s/ Steven J. Tsimbinos, Power of Attorney

11/03/2016

__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 stock to vest in the future.
- (2) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16b-3(c).
- (3) Includes shares acquired from the OceanFirst Bank Matching Contribution Employee Stock Ownership Plan, which merged with the OceanFirst Employee Stock Ownership Plan effective December 31, 2015.
- (4) 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.