

Oritani Financial Corp
 Form 4
 February 19, 2016

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Guinan Thomas

(Last) (First) (Middle)
 370 PASCACK ROAD
 (Street)

TOWNSHIP OF
 WASHINGTON, NJ 07676

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Oritani Financial Corp [ORIT]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/17/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 EVP and CLO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ___ 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. 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 Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common Stock	02/17/2016		M			9,379	A	\$ 11.95	135,810 ⁽¹⁾	D
Common Stock	02/17/2016		S			100	D	\$ 16.28	135,710 ⁽¹⁾	D
Common Stock	02/17/2016		S			100	D	\$ 16.285	135,610 ⁽¹⁾	D
Common Stock	02/17/2016		S			700	D	\$ 16.29	134,910 ⁽¹⁾	D
Common Stock	02/17/2016		S			4,600	D	\$ 16.3	130,310 ⁽¹⁾	D

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Common Stock	02/17/2016	S	300	D	\$ 16.305	130,010 ⁽¹⁾	D	
Common Stock	02/17/2016	S	2,609	D	\$ 16.31	127,401 ⁽¹⁾	D	
Common Stock	02/17/2016	S	200	D	\$ 16.3145	127,201 ⁽¹⁾	D	
Common Stock	02/17/2016	S	200	D	\$ 16.315	127,001 ⁽¹⁾	D	
Common Stock	02/17/2016	S	100	D	\$ 16.32	126,901 ⁽¹⁾	D	
Common Stock	02/17/2016	S	200	D	\$ 16.33	126,701 ⁽¹⁾	D	
Common Stock	02/17/2016	S	100	D	\$ 16.34	126,601 ⁽¹⁾	D	
Common Stock	02/17/2016	S	170	D	\$ 16.4	126,431 ⁽¹⁾	D	
Common Stock	02/18/2016	M	50,000	A	\$ 11.95	185,810 ⁽¹⁾	D	
Common Stock	02/18/2016	S	399	D	\$ 16	176,032 ⁽¹⁾	D	
Common Stock	02/18/2016	S	404	D	\$ 16.01	175,628 ⁽¹⁾	D	
Common Stock	02/18/2016	S	503	D	\$ 16.02	175,125 ⁽¹⁾	D	
Common Stock	02/18/2016	S	301	D	\$ 16.03	174,824 ⁽¹⁾	D	
Common Stock	02/18/2016	S	404	D	\$ 16.04	174,420 ⁽¹⁾	D	
Common Stock	02/18/2016	S	100	D	\$ 16.045	174,320 ⁽¹⁾	D	
Common Stock	02/18/2016	S	1,400	D	\$ 16.05	172,920 ⁽¹⁾	D	
Common Stock						41,199	I	By ESOP
Common Stock						4,520	I	By 401(k)

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

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SEC 1474
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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)	Amount or Number of Shares
Stock Options	\$ 11.95	02/17/2016		M	9,379	08/18/2012 08/18/2021	Common Stock	9,379
Stock Options	\$ 11.95	02/18/2016		M	50,000	08/18/2012 08/18/2021	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Guinan Thomas
370 PASCACK ROAD
TOWNSHIP OF WASHINGTON, NJ 07676

EVP and CLO

Signatures

/s/ Marc P. Levy, pursuant to power of attorney

02/19/2016

__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) Includes shares of restricted stock which vest at a rate of 20% per year commencing on August 18, 2012.

(2) Stock options vest at a rate of 20% per year commencing on August 18, 2012.

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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