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OCEANFIRST FINANCIAL CORP

Form 4

March 20, 2015

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005 Estimated average

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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. Issuer Name and Ticker or Trading

SECURITIES

burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

IANTOSCA JOSEPH R			Symbol OCEANFIRST FINANCIAL CORP [OCFC]				CORP	Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			Director 10% Owner Officer (give titleX Other (specify below)					
975 HOOPER AVENUE			03/18/2015			EVP, CAO, OceanFirst Bank					
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
			Filed(Month/Day/Year)								
TOMS RIV											
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	e) Execution any	med on Date, if Day/Year)	3. Transactic Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	l (A) o l of (D))	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	03/18/2015			A	2,055	A	\$0	9,790	D (1)		
Common Stock								13,008	I	By 401(k)	
Common Stock								9,067	I	BY ESOP	
Common Stock								1,505	I	By Matching ESOP (2) (3)	

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

ESOP (2) (3)

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SEC 1474 (9-02)

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

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)	4. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Expiration D (Month/Day/	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 17.37	03/18/2015		A	30,000	03/01/2010	5 03/18/2025	Common Stock	30,000	
Stock Option (Right to Buy)	\$ 20.795					04/20/2000	5 04/20/2015	Common Stock	614	
Stock Option (Right to Buy)	\$ 23.475					02/15/200	7 02/15/2016	Common Stock	10,000	
Stock Option (Right to Buy)	\$ 20.25					03/02/200	8 03/02/2017	Common Stock	6,750	
Stock Option (Right to Buy)	\$ 16.81					02/20/2009	9 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					02/11/201	1 02/11/2020	Common Stock	9,925	

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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	\$ 17.75	03/01/2015	03/19/2024	Common Stock	24,375

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 03/20/2015

**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, 2016. Total includes other restricted shares that vest in the future.
- (2) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16b-3(c).
- (3) Represents shares acquired under the OceanFirst Bank Matching Contribution Employee Stock Ownership Plan established as part of a spin-off from the OceanFirst Employee Stock Ownership Plan effective December 27, 2006.
- (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.

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