

OCEANFIRST FINANCIAL CORP

Form 4

May 24, 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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lebel Joseph III

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)

TOMS RIVER, NJ 08754

3. Date of Earliest Transaction
(Month/Day/Year)
05/23/2017

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

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

EVP, CBO OceanFirst Bank

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	05/23/2017		M	10,125 A	\$ 13.83	29,246	D ⁽¹⁾
Common Stock	05/23/2017		S	10,125 D	\$ 26.39 <u>(2)</u>	19,121	D ⁽¹⁾
Common Stock					9,607	I	By 401(k)
Common Stock					7,681	I	By ESOP
Common Stock					667	I	By Spouse

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

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(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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 13.83	05/23/2017		M		10,125		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 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
Stock Option (right to buy)	\$ 29.01							03/15/2018	03/15/2027	Common Stock	45,000

