Lebel Joseph III Form 4 March 04, 2019

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** OMB

Check this box if no longer subject to

Washington, D.C. 20549

3235-0287 Number: January 31,

Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

2005 Estimated average burden hours per

Expires:

obligations may continue. See Instruction

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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1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** Lebel Joseph III			2. Issuer Name <b>and</b> Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			OCEANFIRST FINANCIAL CORP [OCFC]	(Check all applicable)		
(Last) 110 WEST F	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/28/2019	Director 10% Owner Officer (give titleX Other (specify below) below)		
110 WEST I	KONI SIK	LLI	02/28/2019	EVP, COO OceanFirst Bank		
(Street) RED BANK, NJ 07701			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State) (Z	(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. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	02/28/2019		A	5,950	A	\$0	60,547	D (1)	
Common Stock	02/28/2019		A	12,500	A	\$0	73,047	D (2)	
Common Stock	03/01/2019		D	2,312	D	\$0	70,735	D (3)	
Common Stock							10,004	I	By 401(k)
Common Stock							8,714	I	By ESOP

#### Edgar Filing: Lebel Joseph III - Form 4

Common Stock By Spouse  $\underbrace{ \text{G5}}_{\text{(5)}}$ 

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

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SEC 1474 (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. Transactic Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (I (Instr. 3, 4, and 5)	Expiration Da (Month/Day/Yor	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 of Number of Shares	
Stock Option (right to buy)	\$ 25.2	02/28/2019		A	100,670	03/01/2020	03/01/2029	Common Stock	100,67	
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	4,875	
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	
Stock Option	\$ 27.4					03/01/2019	01/24/2028	Common Stock	15,485	

(right to buy)

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Lebel Joseph III 110 WEST FRONT STREET RED BANK, NJ 07701

EVP, COO OceanFirst Bank

### **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 installments beginning on March 1, 2020 at approximately 60% or approximately 80% to 100% 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 unvested 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 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) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16a-11.
- (6) 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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