#### Edgar Filing: OCEANFIRST FINANCIAL CORP - Form 4

#### OCEANFIRST FINANCIAL CORP

Form 4

February 22, 2008

# FORM 4

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

OMB Number:

3235-0287

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

**OMB APPROVAL** 

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subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

if no longer

Check this box

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

**SECURITIES** 

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MCLAUGHLIN DONALD E			2. Issuer Name and Ticker or Trading Symbol OCEANFIRST FINANCIAL CORP [OCFC]					5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)				
(Last) 975 HOOPE	(Last) (First) (Middle) 975 HOOPER AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 02/20/2008					X Director 10% Owner Officer (give title below) Other (specify below)			
				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			
(City)	(State)	ate) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	r) Executi any	emed on Date, if /Day/Year)	3. Transactio Code (Instr. 8)	4. Securi nAcquired Disposed (Instr. 3,	(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	02/20/2008			A	335	A	\$0	1,045	I	By Award		
Common Stock								61,159	D (3)			
Common Stock								4,870	I	By Spouse (4)		
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  Persons who respond to the collection of SEC 1474												
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#### 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. 5. Number Transaction of Derivative Code Securities (Instr. 8) 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)	\$ 16.81	02/20/2008		A	2,36	3	02/20/2009	02/20/2018	Common Stock	2,363
Stock Option (Right to Buy)	\$ 9.607						02/04/1998	02/04/2007	Common Stock	0
Stock Option (Right to Buy)	\$ 17.88						02/20/2003	02/20/2012	Common Stock	9,000
Stock Option (Right to Buy)	\$ 23.475						02/15/2007	02/15/2016	Common Stock	3,000
Stock Option (Right to Buy)	\$ 23.44						05/30/2004	05/30/2013	Common Stock	5,000
Stock Option (Right to Buy)	\$ 22.525						05/28/2005	05/28/2014	Common Stock	5,000
Stock Option (Right to Buy)	\$ 22.17						02/21/2008	02/21/2017	Common Stock	2,250

# **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

MCLAUGHLIN DONALD E
975 HOOPER AVENUE X

TOMS RIVER, NJ 08754

# **Signatures**

/s/ John K. Kelly, Power of Attorney

02/22/2008

\*\*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 under the OceanFirst Financial Corp. 2006 Stock Incentive Plan vest at a rate of 20% per year beginning March 1, 2009.
- Options awarded under the OceanFirst Financial Corp. 2000 Stock Option Plan, vest in five equal annual installments beginning on February 20, 2009.
- (3) Since the reporting person's last report 69 shares have vested and are now held directly.
- (4) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16A-11.

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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