

OCEANFIRST FINANCIAL CORP
 Form 4/A
 March 03, 2017

FORM 4

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

OMB APPROVAL

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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 *
Lebel Joseph III

 (Last) (First) (Middle)
975 HOOPER AVENUE
 (Street)
TOMS RIVER, NJ 08754
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
OCEANFIRST FINANCIAL CORP [OCFC]
 3. Date of Earliest Transaction (Month/Day/Year)
02/06/2017
 4. If Amendment, Date Original Filed (Month/Day/Year)
02/07/2017

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 ___ Officer (give title below) ___X___ Other (specify 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

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) Price			
Common Stock	02/06/2017		M	4,500 A \$ 20.25	18,610	D	<u>(1)</u>
Common Stock	02/06/2017		M	7,088 A \$ 16.81	25,698	D	<u>(1)</u>
Common Stock	02/06/2017		F	8,856 D \$ 29.07	16,842	D	<u>(1)</u>
Common Stock					9,534	I	By 401(k) <u>(2)</u>
Common Stock					7,600	I	By Esop <u>(2) (3)</u>

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Common Stock 660 I By Spouse (4)

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

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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)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (right to buy)	\$ 20.25	02/06/2017		M	4,500	03/02/2008	03/02/2017	Common Stock	4,500
Stock Option (right to buy)	\$ 16.81	02/06/2017		M	7,088	02/20/2009	02/20/2018	Common Stock	7,088
Stock Option (right to buy)	\$ 10					02/17/2011	02/17/2020	Common Stock	9,925
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

