Edgar Filing: Tsimbinos Steven James - Form 4

| Tsimbinos Stev | ven James | | | | | | | | | | |
|--|---|--|---|--|-------------|-----------|---------|---|--|--|--|
| Form 4 February 17, 2 | 012 | | | | | | | | | | |
| | | | | | | | | | OMB A | PPROVAL | |
| FORM | FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | OMB Number: | 3235-0287 | | |
| Check this b if no longer subject to Section 16. Form 4 or | | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | | | | Expires: January 31 2005 Estimated average burden hours per response 0.5 | |
| Form 5 obligations may continu <i>See</i> Instruct 1(b). | ue. Section 17(a | 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 Res | sponses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Tsimbinos Steven James | | | 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 | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/15/2012 | | | | | Director 10% Owner Officer (give title Other (specify below) First Senior VP/Corp Secretary | | | |
| | (Street) 4. If Amo Filed(Mo | | | | e Original | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| TOMS RIVER | R, NJ 08754 | | | | | | | Form filed by I Person | More than One Ro | eporting | |
| (City) | (State) | Zip) | Table | e I - Non-De | erivative S | Securi | ties Ac | quired, Disposed o | f. or Beneficial | llv Owned | |
| | any | | | 3.4. SecuritiesTransactionAcquired (A) orCodeDisposed of (D)(Instr. 8)(Instr. 3, 4 and 5)(A) | | | r) | SecuritiesIBeneficially0OwnedI | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | | |
| Common Stock | 02/15/2012 | | | А | 657 | А | \$0 | 3,464 | D <u>(1)</u> | | |
| Common Stock | | | | | | | | 619 | I | By 401(k) | |

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. Transactio Code (Instr. 8) | 5. Number of orDerivative 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 | 02/15/2012 | | А | 10,125 | 02/15/2013 | 02/15/2022 | Common Stock | 10,125 |
| Stock Option (Right to Buy) | \$ 11.32 | | | | | 09/07/2011 | 09/07/2020 | Common Stock | 9,750 |
| Stock Option (Right to Buy) | \$ 13.87 | | | | | 02/18/2012 | 02/18/2021 | Common Stock | 10,125 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|--------------------------------|-------|--|--|--|
| 1 | Director | 10% Owner | Officer | Other | | | |
| Tsimbinos Steven James 975 HOOPER AVENUE TOMS RIVER, NJ 08754 | | | First Senior VP/Corp Secretary | | | | |

Signatures

/s/ Steven J. 02/17/2012 Tsimbinos

<u>**</u>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) Restrictive shares awarded in five equal annual installments beginning on March 1, 2013. Total includes other unvested restricted stock.
- (2) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16b-3(c).
- (3) Options vest in five equal annual installments beginning on the date first exercisable.

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