IANTOSCA JOSEPH R

Form 4

January 25, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

Check this box

Number: 3235-0267

Syminate January 31,

OMB APPROVAL

if no longer subject to Section 16. Form 4 or Form 5

obligations

Expires: 2005
Estimated average

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

burden hours per response... 0.5

may continue. *See* Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * IANTOSCA JOSEPH R			Symbol	Name and FIRST F			-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 975 HOOPE	(Last) (First) (Middle) 3. Date of (Month/D) (Month/D) (01/24/20				ansaction			Director 10% Owner Officer (give titleX Other (specify below) EVP, CAO, OceanFirst Bank				
				ndment, Dat th/Day/Year)	Č			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
TOMS RIVER, NJ 08754								Form filed by More than One Reporting Person				
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deen Execution any (Month/E	n Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price			of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	urities Form: Direct Indirect leficially (D) or Beneficial ned Indirect (I) Ownership lowing (Instr. 4) (Instr. 4) oorted insaction(s)			
Common Stock	01/24/2018			A	9,225	A	\$0	26,373	D (1)			
Common Stock	01/24/2018			A	17,154	A	\$0	43,527	D (2)			
Common Stock								19,052	I	By 401(k)		
Common Stock								12,245	I	BY ESOP		

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

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SEC 1474 (9-02)

$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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 of TransactionDerivative 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)	\$ 27.4	01/24/2018		A		15,485		03/01/2019	01/24/2028	Common Stock	15,485
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
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

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Stock Option (right to buy)	\$ 17.28	03/01/2017	03/16/2026	Common Stock	37,500
Stock Option (right to buy)	\$ 29.01	03/01/2018	03/15/2027	Common Stock	45,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director

IANTOSCA JOSEPH R 975 HOOPER AVENUE TOMS RIVER, NJ 08754

EVP, CAO, OceanFirst Bank

Signatures

/s/ Steven J. Tsimbinos, Power of Attorney

01/25/2018

Officer

Other

10% Owner

**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, 2019. Total includes other restricted shares that vest in the future.
- One third of such shares vest on each of March 1, 2019, 2020, and 2021 at approximately 60% or approximately 80% to 100% depending on the attainment of defined performance criteria for each of the calendar years ended 2018, 2019, and 2020, or are forfeited if threshold performance is not met. Total includes other restricted shares that vest in the future.
- (3) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16b-3(c).
- (4) 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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