

OCEANFIRST FINANCIAL CORP

Form 8-K

December 22, 2005

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the**  
**Securities Exchange Act of 1934**

Date of report (Date of earliest event reported): December 22, 2005

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**OCEANFIRST FINANCIAL CORP.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**0-27428**  
(Commission File No.)

**22-3412577**  
(IRS Employer  
Identification No.)

**975 HOOPER AVENUE, TOMS RIVER, NEW JERSEY 08753**

(Address of principal executive offices, including zip code)

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**(732)240-4500**

**(Registrant's telephone number, including area code)**

**Not Applicable**

**(Former name or former address, if changed since last report)**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 140.13e-4(c))
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**ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT**

On December 22, 2005, the Company announced the accelerated vesting of 645,535 outstanding unvested stock options. As a result of the accelerated vesting, the Company will recognize a pre-tax charge of \$27,000 in the fourth quarter. For further information, reference is made to the Company's press release dated December 22, 2005, a copy of which is attached to this Report as Exhibit 99.1 and is furnished herewith.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

- (a) Not applicable.
- (b) Not applicable.
- (c) The following exhibits are filed herewith:

Exhibit 99.1 Press Release dated December 22, 2005

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OCEANFIRST FINANCIAL CORP.

/S/ Michael Fitzpatrick

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Michael Fitzpatrick  
Executive Vice President and  
Chief Financial Officer

Dated: December 22, 2005