Nardelli Vito Form 4 March 06, 2009

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

Common

Common

Common

Stock

Stock

Stock

(Print or Type Responses)

1. Name and Ad Nardelli Vito	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 HOOPEI	· · · · · · · · · · · · · · · · · · ·	(3. Date of (Month/Date) 03/05/20	· ·				Director 10% Owner Officer (give titleX Other (specify below) E.V.P., OceanFirst Bank			
				Amendment, Date Original 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			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										ally Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) Execution Dany (Month/Day/		Date, if	3. Transaction Code (Instr. 8)	onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Form: Direct Indirect Seneficially (D) or Beneficial Owned Indirect (I) Ownership (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)			
Common Stock	03/05/2009			P	500	A	\$ 8.3	6,043	D		

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

By 401(k)

By ESOP

Matching

ESOP (1) (2)

(1)

(1)

By

1,458

5,682

734

I

I

Ι

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SEC 1474 (9-02)

> 8. Pri Deriv Secur (Instr

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)		4. 5. TransactionNumber Code of (Instr. 8) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			e	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)	\$ 22.38					05/28/2005	05/28/2014	Common Stock	30,000
Stock Option (Right to Buy)	\$ 23.07					01/19/2006	01/19/2015	Common Stock	780
Stock Option (Right to Buy)	\$ 20.795					04/20/2006	04/20/2015	Common Stock	866
Stock Option (Right to Buy)	\$ 23.475					02/15/2007	02/15/2016	Common Stock	30,000
Stock Option (Right to Buy)	\$ 22.17					02/21/2008	02/21/2017	Common Stock	20,250
Stock Option (Right to Buy)	\$ 16.81					02/20/2009	02/20/2018	Common Stock	21,263

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Nardelli Vito

975 HOOPER AVENUE E.V.P., OceanFirst Bank

TOMS RIVER, NJ 08754

Signatures

/s/ John K. Kelly, Power of Attorney 03/06/2009

**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) This form reflects increases in beneficial ownership resulting from exempt acquisitions pursuant to Rule 16b-3(c).
- (2) Represents shares acquired under the OceanFirst Bank Matching Contribution Employee Stock Ownership Plan established as part of a spin-off from the OceanFirst Employee Stock Ownership Plan effective December 27, 2006.
- Options awarded under the OceanFirst Financial Corp. 2000 Stock Option Plan, vest in five equal annual installments beginning on February 20, 2009.

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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