

OCEANFIRST FINANCIAL CORP  
 Form 4  
 May 23, 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

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  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/22/2017

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  Other (specify below)  
 EVP, CBO OceanFirst Bank

TOMS RIVER, NJ 08754

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Indirect Ownership (Instr. 4)
			Code	V Amount or (D) Price			
Common Stock	05/22/2017		M	9,925 A \$ 10	29,046	D <sup>(1)</sup>	
Common Stock	05/22/2017		M	10,125 A \$ 13.87	39,171	D <sup>(1)</sup>	
Common Stock	05/22/2017		S	20,050 D \$ 26.54 <sup>(2)</sup>	19,121	D <sup>(1)</sup>	
Common Stock					9,607	I	By 401(k) <sup>(3)</sup>
Common Stock					7,681	I	By ESOP <sup>(3)</sup>

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Common Stock 667 I By Spouse (4)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right to buy)	\$ 10	05/22/2017		M	9,925	02/17/2011 02/17/2020	Common Stock 9,925
Stock Option (right to buy)	\$ 13.87	05/22/2017		M	10,125	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

