

Waterstone Financial, Inc.

Form 4

August 23, 2016

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Hansen Michael L

(Last) (First) (Middle)

11200 W PLANK COURT

(Street)

WAUWATOSA, WI 53226

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Waterstone Financial, Inc. [WSBF]

3. Date of Earliest Transaction
(Month/Day/Year)
08/22/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

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 Beneficial Ownership (Instr. 4)
Common Stock	08/22/2016		S	206	D \$ 16.7475	85,271	D
Common Stock	08/22/2016		S	548	D \$ 16.75	84,723	D
Common Stock	08/23/2016		S	167	D \$ 16.64	84,556	D
Common Stock	08/23/2016		S	100	D \$ 16.665	84,456	D
Common Stock	08/23/2016		S	100	D \$ 16.67	84,356	D
	08/23/2016		S	400	D \$ 16.68	83,956	D

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Common Stock								
Common Stock	08/23/2016	S	300	D	\$ 16.69	83,656	D	
Common Stock	08/23/2016	S	100	D	\$ 16.705	83,556	D	
Common Stock	08/23/2016	S	400	D	\$ 16.71	83,156	D	
Common Stock	08/23/2016	S	400	D	\$ 16.715	82,756	D	
Common Stock	08/23/2016	S	182	D	\$ 16.725	82,574	D	
Common Stock	08/23/2016	S	400	D	\$ 16.73	82,174	D	
Common Stock	08/23/2016	S	100	D	\$ 16.735	82,074	D	
Common Stock	08/23/2016	S	402	D	\$ 16.74	81,672	D	
Common Stock	08/23/2016	S	900	D	\$ 16.75	80,772	D	
Common Stock	08/23/2016	S	100	D	\$ 16.76	80,672	D	
Common Stock	08/23/2016	S	700	D	\$ 16.77	79,972	D	
Common Stock	08/23/2016	S	100	D	\$ 16.785	79,872	D	
Common Stock						186,541	I	By Trust

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

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(9-02)

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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. P Der Sec (Ins
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Disposed
of (D)
(Instr. 3,
4, and 5)

				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 12.75							03/04/2016	03/04/2025	Common Stock	100,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hansen Michael L 11200 W PLANK COURT WAUWATOSA, WI 53226			X	

Signatures

/s/ William F. Bruss, Attorney
in Fact

08/23/2016

__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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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