IANTOSCA JOSEPH R

Form 4

March 06, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

3235-0287 Number:

OMB APPROVAL

January 31, 2005

Estimated average

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

burden hours per response... 0.5

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

obligations

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

may continue. See Instruction

IANTOSCA JOSEPH R

1. Name and Address of Reporting Person *

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

OCEANFIRST FINANCIAL CORP

Symbol

1(b).

(Print or Type Responses)

		[OCFC]						(Спеск ан аррисаоте)				
(Last) (First) (Middle) 975 HOOPER AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 03/04/2008					Director 10% Owner Officer (give titleX Other (specify below) OceanFirst Bank Officer				
				4. If Amendment, Date Original Filed(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 Person				
(City)	(State)	(Zip)	Tabl	le I - Non-D	erivative	Secur	rities Aco	uired, Disposed o	f, or Beneficia	lly Owned		
1.Title of Security (Instr. 3) Common Stock Common Stock	2. Transaction Da (Month/Day/Year) 03/04/2008	e) Execution any		3. Transactio Code (Instr. 8)	4. Securi	ties A	cquired d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 270	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) I	7. Nature of Indirect		
Common Stock								924	D (2) (3)			
Common Stock								3,396	I	BY ESOP		
Common Stock								994	I	By Matching ESOP (4)		

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Common Stock

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

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SEC 1474

(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. Transactic Code (Instr. 8)	5. onNumber 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)		8. Pri Deriv Secui (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 23.475					02/15/2007	02/15/2016	Common Stock	10,000	
Stock Option (Right to Buy)	\$ 23.07					01/19/2006	01/19/2015	Common Stock	554	
Stock Option (Right to Buy)	\$ 16.81					02/20/2009	02/20/2018	Common Stock	7,088	
Stock Option (Right to Buy)	\$ 22.525					05/28/2005	05/28/2014	Common Stock	10,000	
Stock Option (Right to Buy)	\$ 25.165					02/17/2005	02/17/2015	Common Stock	1,250	
	\$ 20.795					04/20/2006	04/20/2015		614	

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Stock Common Option Stock

(Right to Buy)

Stock

Buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

IANTOSCA JOSEPH R 975 HOOPER AVENUE TOMS RIVER, NJ 08754

OceanFirst Bank Officer

Signatures

/s/ John K. Kelly, Power of Attorney

a currently valid OMB number.

03/05/2008

**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) 335 shares have vested and are now held directly.
- (2) Restricted shares awarded under the OceanFirst Financial Corp. 2006 Stock Incentive Plan vest at a rate of 20% per year beginning March 1, 2009.
- (3) Shares acquired by award. Description of Ownership changed from Indirect to Direct to reflect recipient's ability to vote all shares at the time of award.
- (4) This form reflects increases in beneficial ownership resulting from exempt acquisitions under the ESOP pursuant to Rule 16b-3(c).
- (5) 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.
- (7) Change in balance from last report is due to an adjustment to reflect that these shares were acquired by award and have not yet vested. 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

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