Edgar Filing: Northfield Bancorp, Inc. - Form 4

Northfield B Form 4	Sancorp, Inc.									
June 13, 201 FORN Check the if no long subject to Section 1 Form 4 cc Form 5 obligation may com See Instri 1(b).	1 4 UNITED uis box ger o 16. or Filed pur Section 17(IENT OF rsuant to S a) of the P	Was CHAN ection 1 Public Ut	shington, IGES IN SECUR 6(a) of th	D.C. 209 BENEFI ATTIES e Securiti ding Com	549 CIA les E lpany	L OWN xchange Act of	OMMISSION NERSHIP OF e Act of 1934, 1935 or Sectior 0	OMB Number: Expires: Estimated a burden hour response	
(Print or Type] 1. Name and A Connors Jol	Address of Reporting		Symbol	r Name and eld Banco				5. Relationship of Issuer		
(Last) 581 MAIN	(Last) (First) (Middle) 3. Date			f Earliest Tr Day/Year) 014	ransaction		-	(Check X_ Director Officer (give t below)		Owner er (specify
WOODBRI	(Street)			endment, Da hth/Day/Year	-			6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M	one Reporting Pe	rson
(City)	(State)	(Zip)	Tahl	e I - Non-F)erivative (Securi	ities Aca	Person uired, Disposed of	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	ed Date, if	3. Transactic Code (Instr. 8)	4. Securiti on(A) or Dis (Instr. 3, 4)	ies Ac sposed	quired l of (D)	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
Common Stock	06/11/2014			А	30,000 (1)	A	\$ 13.13	85,668	D	
Common Stock								28,181	I	By IRA 2
Common Stock								7,041	Ι	By IRA 1
Common Stock								841	I	By Spouse's IRA

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.

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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) 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 Options	\$ 13.13	06/11/2014		А	75,000 (2)	06/11/2015	06/11/2024	Common Stock	75,000
Stock Options	\$ 7.09					01/30/2010	01/30/2019	Common Stock	97,220

Reporting Owners

Reporting Owner Name / Address		Relationsh	ips	
	Director	10% Owner	Officer	Other
Connors John P Jr 581 MAIN STREET, SUITE 810 WOODBRIDGE, NJ 07095	X			
Signatures				
/s/ Steven M. Klein, pursuant to Po Attorney	06/13/2014			

<u>**Signature of Reporting Person</u> 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) Represents shares of restricted stock that vest at a rate of 20% per year commencing on June 11, 2015.

(2) Represents stock options that vest at a rate of 20% per year commencing on June 11, 2015.

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.

Date