

Connors John P Jr  
Form 4  
December 18, 2018

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Connors John P Jr

2. Issuer Name and Ticker or Trading Symbol  
Northfield Bancorp, Inc. [NFBK]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
581 MAIN STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/14/2018

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

WOODBIDGE, NJ 07095

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 Beneficial Ownership (Instr. 4)
Common Stock	12/14/2018		M	V Amount (A) or (D) Price \$ 7.085	140,001	D	
Common Stock	12/14/2018		F	V Amount (A) or (D) Price \$ 13.42	129,442	D	
Common Stock	12/18/2018		M	V Amount (A) or (D) Price \$ 7.085	136,662	D	
Common Stock	12/18/2018		F	V Amount (A) or (D) Price \$ 13.2	132,786	D	
Common Stock					7,041	I	By IRA 1
					841	I	

Common Stock						By Spouse's IRA
Common Stock	30,081	I				By IRA 2

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

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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 Security (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Appreciation Rights	\$ 7.085	12/14/2018		M	20,000	01/30/2010 01/30/2019		Common Stock	20,000
Stock Appreciation Rights	\$ 7.085	12/18/2018		M	7,220	01/30/2010 01/30/2019		Common Stock	7,220
Stock Options	\$ 13.13					06/11/2015 06/11/2024		Common Stock	75,000
Stock Options	\$ 14.76					05/27/2016 05/27/2025		Common Stock	32,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Connors John P Jr 581 MAIN STREET WOODBIDGE, NJ 07095	X			

## Signatures

/s/ Steven M. Klein, pursuant to Power of  
Attorney

12/18/2018

\_\_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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