

Northfield Bancorp, Inc.
Form 4
December 20, 2016

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 *
Alexander John Wade

(Last) (First) (Middle)
581 MAIN STREET, SUITE 810
(Street)

WOODBIDGE, NJ 07095

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/16/2016

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)
Chairman & CEO

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)
			Code	V	Amount (A) or (D) Price		
Common Stock	12/16/2016		M		70,571 A \$ 7.085	505,946 ⁽¹⁾	D
Common Stock	12/16/2016		F		25,368 D \$ 19.71	480,578	D
Common Stock	12/16/2016		M		15,232 A \$ 13.13	495,810	D
Common Stock	12/16/2016		F		10,147 D \$ 19.71	485,663	D
Common Stock	12/16/2016		S		1,999 D \$ 19.8286	38,036	I By IRA

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Commonn Stock	12/16/2016	S	9,553	D	\$ 19.8147	28,483	I	By IRA
Commonn Stock	12/19/2016	S	9,304	D	\$ 19.611	19,179	I	By IRA
Commonn Stock	12/19/2016	S	19,179	D	\$ 19.5095	0	I	By IRA
Common Stock	12/16/2016	S	15,128	D	\$ 19.8227	41,787	I	By Spouse's IRA
Common Stock	12/19/2016	S	10,260	D	\$ 19.6185	31,527	I	By Spouse's IRA
Common Stock	12/19/2016	S	31,527	D	\$ 19.5446	0	I	By Spouse's IRA
Common Stock	12/16/2016	S	1,858	D	\$ 19.8204	0	I	By Spouse's IRA 2
Common Stock	12/16/2016	S	6,453	D	\$ 19.8043	0	I	By Spouse's IRA 3
Common Stock	12/16/2016	S	3,629	D	\$ 19.8043	13,135	I	By Spouse's IRA 4
Common Stock	12/19/2016	S	8,190	D	\$ 19.6124	4,945	I	By Spouse's IRA 4
Common Stock	12/19/2016	S	4,945	D	\$ 19.5054	0	I	By Spouse's IRA 4
Common Stock						27,359.3515	I	By ESOP

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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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