

Alexander John Wade
 Form 4
 February 03, 2009

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 *
 Alexander John Wade

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)
 1410 ST. GEORGES AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 01/30/2009

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman, President and CEO

AVENEL, NJ 07001
 (City) (State) (Zip)

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

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 or Price		
Common Stock	01/30/2009		A		168,000 (2) 9.94	A	
Common Stock					40,570	I	By spouse's IRA 1
Common Stock					17,200	I	By IRA 1
Common Stock					1,425	I	By IRA 2
Common Stock					1,325	I	By spouse's

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Common Stock	11,950	I	IRA 2 By spouse's IRA 4
Common Stock	4,600	I	By spouse's IRA 3
Common Stock	2,500	I	By spouse as custodian for child 1
Common Stock	2,500	I	By spouse as custodian for child 2
Common Stock	10,000	I	By 401(k)
Common Stock	2,135,578 ⁽¹⁾	I	By ESOP

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 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 of Number of Shares
Stock Options	\$ 9.94	01/30/2009		A	421,250 ⁽³⁾	01/30/2010	01/30/2019	Common Stock	421,250

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

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1410 ST. GEORGES AVENUE X
AVENEL, NJ 07001

Chairman, President and CEO

Signatures

/s/Kathleen M. Owsiany, pursuant to power of
attorney

02/03/2009

__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) Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
- (2) Represents shares of restricted stock that vest at a rate of 20% per year commencing on January 30, 2010.
- (3) Represents stock options that vest at a rate of 20% per year commencing on January 30, 2010. Each option grant includes an equal number of stock appreciation rights.

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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