

Oritani Financial Corp
 Form 4
 February 19, 2016

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 *
 Guinan Thomas

(Last) (First) (Middle)
 370 PASCACK ROAD
 (Street)

TOWNSHIP OF
 WASHINGTON, NJ 07676

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Oritani Financial Corp [ORIT]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/18/2016

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)
 EVP and CLO

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 Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common Stock	02/18/2016		S			13,210	D	\$ 16.06	159,710 ⁽¹⁾	D
Common Stock	02/18/2016		S			11,122	D	\$ 16.07	148,588 ⁽¹⁾	D
Common Stock	02/18/2016		S			8	D	\$ 16.075	148,580 ⁽¹⁾	D
Common Stock	02/18/2016		S			561	D	\$ 16.08	148,019 ⁽¹⁾	D
Common Stock	02/18/2016		S			400	D	\$ 16.09	147,619 ⁽¹⁾	D

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Common Stock	02/18/2016	S	3,630	D	\$ 16.1	143,989 ⁽¹⁾	D	
Common Stock	02/18/2016	S	71	D	\$ 16.11	143,918 ⁽¹⁾	D	
Common Stock	02/18/2016	S	600	D	\$ 16.12	143,318 ⁽¹⁾	D	
Common Stock	02/18/2016	S	257	D	\$ 16.13	143,061 ⁽¹⁾	D	
Common Stock	02/18/2016	S	7,000	D	\$ 16.14	136,061 ⁽¹⁾	D	
Common Stock	02/18/2016	S	1,200	D	\$ 16.145	134,861 ⁽¹⁾	D	
Common Stock	02/18/2016	S	1,400	D	\$ 16.1475	133,461 ⁽¹⁾	D	
Common Stock	02/18/2016	S	400	D	\$ 16.15	133,061 ⁽¹⁾	D	
Common Stock	02/18/2016	S	2,700	D	\$ 16.18	130,361 ⁽¹⁾	D	
Common Stock	02/18/2016	S	100	D	\$ 16.185	130,261 ⁽¹⁾	D	
Common Stock	02/18/2016	S	1,000	D	\$ 16.19	129,261 ⁽¹⁾	D	
Common Stock	02/18/2016	S	1,300	D	\$ 16.1945	127,961 ⁽¹⁾	D	
Common Stock	02/18/2016	S	200	D	\$ 16.2	127,761 ⁽¹⁾	D	
Common Stock	02/18/2016	S	1,330	D	\$ 16.205	126,431 ⁽¹⁾	D	
Common Stock						41,199	I	By ESOP
Common Stock						4,520	I	By 401(k)

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)

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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)	8. P Der Sec (Ins		
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 11.95						08/18/2012	08/18/2021	Common Stock	378,885

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Guinan Thomas 370 PASCACK ROAD TOWNSHIP OF WASHINGTON, NJ 07676			EVP and CLO	

Signatures

/s/ Marc P. Levy, pursuant to power of attorney

02/19/2016

__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) Includes shares of restricted stock which vest at a rate of 20% per year commencing on August 18, 2012.

(2) Stock options vest at a rate of 20% per year commencing on August 18, 2012.

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