

Jacobs William R.  
Form 3  
December 28, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol      |  |
| Â Jacobs William R.                       |         | (Month/Day/Year)                     | Northfield Bancorp, Inc. [NFBK]                  |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
|   |         |                                      |  |  |
| 581 MAIN STREET,Â SUITE 810               |         |                                      | (Check all applicable)                           |  |
| (Street)                                  |         |                                      | ___ Director                                     | ___ 10% Owner  |
|   |         |                                      | __X__ Officer                                    | ___ Other  |
| WOODBIDGE,Â NJÂ 07095                     |         |                                      | (give title below)                               | (specify below)  |
| (City)                                    | (State) | (Zip)                                | SVP & PAO  |  |
|   |         |                                      |  | 6. Individual or Joint/Group Filing(Check Applicable Line) |
|   |         |                                      |  | __X__ Form filed by One Reporting Person                   |
|   |         |                                      |  | ___ Form filed by More than One Reporting Person           |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 7,588   | D  | Â   |
| Common Stock                    | 3,667   | I  | By ESOP   |
| Common Stock                    | 96  | I  | By 401(k)   |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying | 4. Conversion | 5. Ownership | 6. Nature of Indirect Beneficial |
|--|--|--|---------------|--------------|----------------------------------|
|--|--|--|---------------|--------------|----------------------------------|

## Edgar Filing: Jacobs William R. - Form 3

|               | Date Exercisable | Expiration Date | Derivative Security (Instr. 4)<br>Title | Amount or Number of Shares | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | Ownership (Instr. 5) |
|---------------|------------------|-----------------|---|----------------------------|--|--|----------------------|
| Stock Options | 01/30/2010       | 01/30/2019      | Common Stock                            | 7,240                      | \$ 9.94                                  | D  | Â                    |
| Stock Options | 01/29/2011       | 01/29/2020      | Common Stock                            | 3,000                      | \$ 13.24                                 | D  | Â                    |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                |       |
|--|---------------|-----------|----------------|-------|
|  | Director      | 10% Owner | Officer        | Other |
| Jacobs William R.<br>581 MAIN STREET<br>SUITE 810<br>WOODBIDGE, NJ 07095 | Â             | Â         | Â SVP<br>& PAO | Â     |

## Signatures

Steven M. Klein, Pursuant to Power of Attorney  
12/28/2012

\*\*Signature of Reporting Person Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 5(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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