Gordon Douglas S Form 4 March 13, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL OMB

3235-0287 Number:

Expires:

January 31, 2005

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Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Common

Common

Common

Stock

Stock

Stock

03/12/2019

(Print or Type Responses)

| 1. Name and Address of Reporting Person * Gordon Douglas S (Leat) (First) (Middle) | | | 2. Issuer Name and Ticker or Trading Symbol Waterstone Financial, Inc. [WSBF] 3. Date of Earliest Transaction | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|---|-------------------|-------------|---|-------------|--------------------------|---|------------------|--------------|--|
| | | | | | | | | | |
| | | | (Month/D | ay/Year) | | Director | | Owner | |
| 11200 W PLANK COURT | | | 03/12/2019 | | | _X_ Officer (give below) | below) | er (specify | |
| | | | | | | | CEO | | |
| (Street) | | | 4. If Amendment, Date Original | | | 6. Individual or Joint/Group Filing(Check | | | |
| | | | Filed(Month/Day/Year) | | | Applicable Line) | | | |
| | | | | | | _X_ Form filed by (| | | |
| WAUWATO | OSA, WI 53226 | | | | | Person | More than One Re | porting | |
| (City) | (State) | (Zip) | Table | e I - Non-D | erivative Securities Acq | uired, Disposed of | f, or Beneficial | ly Owned | |
| 1.Title of | 2. Transaction Da | te 2A. Deer | med | 3. | 4. Securities Acquired | 5. Amount of | 6. Ownership | 7. Nature of | |
| Security | (Month/Day/Year |) Executio | n Date, if | Transactio | on(A) or Disposed of (D) | Securities | Form: Direct | Indirect | |
| (Instr. 3) | | any | | Code | (Instr. 3, 4 and 5) | Beneficially | (D) or | Beneficial | |
| | | (Month/I | Day/Year) | (Instr. 8) | | Owned | Indirect (I) | Ownership | |
| | | | | | | Following | (Instr. 4) | (Instr. 4) | |
| | | | | | (A) | Reported | | | |
| | | | | | | | | | |

Code V Amount

7,843

M

(A)

(D)

D

Price

12.75

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

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Transaction(s) (Instr. 3 and 4)

D

Ι

I

416,533

36,758

22,503

By ESOP

By Trust

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number.

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. Transactic Code (Instr. 8) | 5. Number proof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | of Derivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|--|--|---|--------------------|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options | \$ 12.75 | 03/12/2019 | | M | 7,843 | 03/04/2016 | 03/04/2025 | Common Stock | 7,843 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|
| 1 | Director | 10% Owner | Officer | Other | |
| Gordon Douglas S | | | | | |
| 11200 W PLANK COURT | | | CEO | | |
| WALIWATOSA WI 53226 | | | | | |

Signatures

/s/ William F. Bruss, Attorney-in-Fact 03/12/2019

**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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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