

Egenhoefer Eric J
 Form 4
 December 18, 2018

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 *
 Egenhoefer Eric J

2. Issuer Name and Ticker or Trading Symbol
 Waterstone Financial, Inc. [WSBF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 ____ Officer (give title below) Other (specify below)

11200 W PLANK COURT

12/14/2018

Director of Subsidiary

(Street)

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

WAUWATOSA, WI 53226

(City) (State) (Zip)

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 12/14/2018 | | S | 1,900 | D | \$ 16.131 | 82,531 | D |
| Common Stock | 12/14/2018 | | S | 100 | D | \$ 16.14 | 82,431 | D |
| Common Stock | 12/14/2018 | | S | 2,744 | D | \$ 16.131 | 79,687 | D |
| Common Stock | 12/14/2018 | | S | 300 | D | \$ 16.165 | 79,387 | D |
| Common Stock | 12/14/2018 | | S | 100 | D | \$ 16.17 | 79,287 | D |

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| | | | | | | | |
|--------------|------------|---|-------|---|-----------|--------|---|
| Common Stock | 12/14/2018 | S | 500 | D | \$ 16.2 | 78,787 | D |
| Common Stock | 12/14/2018 | S | 2,576 | D | \$ 16.12 | 76,211 | D |
| Common Stock | 12/14/2018 | S | 200 | D | \$ 16.13 | 76,011 | D |
| Common Stock | 12/14/2018 | S | 1,700 | D | \$ 16.18 | 74,311 | D |
| Common Stock | 12/14/2018 | S | 200 | D | \$ 16.19 | 74,111 | D |
| Common Stock | 12/14/2018 | S | 200 | D | \$ 16.14 | 73,911 | D |
| Common Stock | 12/14/2018 | S | 400 | D | \$ 16.16 | 73,511 | D |
| Common Stock | 12/14/2018 | S | 3,574 | D | \$ 16.201 | 69,937 | D |
| Common Stock | 12/14/2018 | S | 100 | D | \$ 16.21 | 69,837 | D |
| Common Stock | 12/14/2018 | S | 300 | D | \$ 16.22 | 69,537 | D |
| Common Stock | 12/14/2018 | S | 526 | D | \$ 16.3 | 69,011 | D |

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) | 8. Price or Amount of Derivative Security (Instr. 3) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Stock Options \$ 12.75

03/04/2016 03/04/2025 Common Stock 6,950

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|------------------------|
| | Director | 10% Owner | Officer | Other |
| Egenhoefer Eric J 11200 W PLANK COURT WAUWATOSA, WI 53226 | | | | Director of Subsidiary |

Signatures

/s/ William F. Bruss,
Attorney-In-Fact

12/18/2018

__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.

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