

Sexton Heidi
Form 4
January 09, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
Sexton Heidi

2. Issuer Name and Ticker or Trading Symbol
Sound Financial Bancorp, Inc.
[SFBC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
01/09/2019

____ Director
 Officer (give title below) _____ Other (specify below)
Executive Vice President/COO

C/O SOUND FINANCIAL
BANCORP, INC., 2400 3RD
AVENUE, SUITE 150

(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

SEATTLE, WA 98121

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| | | | | Code | V | Amount | |
| Common Stock | 01/09/2019 | | M | A | \$ 271 | 2,562 | D |
| Common Stock | 01/09/2019 | | M | A | \$ 271 | 2,833 | D |
| Common Stock | | | | | | 5,431 | I Held by ESOP |
| Common Stock | | | | | | 2,264 | I Held by 401(k) Plan |

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

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SEC 1474
(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 Derivative Security (Instr. 3 and 4) | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to Buy) | \$ 35.27 | | | | | <u>(1)</u> | 11/19/2028 | Common Stock | 1,400 |
| Stock Option (Right to Buy) | \$ 9.72 | 01/09/2019 | | M | 271 | <u>(2)</u> | 01/27/2019 | Common Stock | 271 |
| Stock Option (Right to Buy) | \$ 8.41 | 01/09/2019 | | M | 271 | <u>(2)</u> | 01/27/2019 | Common Stock | 271 |
| Stock Option (Right to Buy) | \$ 8.49 | | | | | <u>(2)</u> | 02/28/2022 | Common Stock | 4,414 |
| Stock Option (Right to Buy) | \$ 22.31 | | | | | <u>(3)</u> | 01/29/2026 | Common Stock | 1,500 |
| Stock Option (Right to Buy) | \$ 28.34 | | | | | <u>(4)</u> | 01/27/2027 | Common Stock | 3,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Sexton Heidi C/O SOUND FINANCIAL BANCORP, INC. 2400 3RD AVENUE, SUITE 150 SEATTLE, WA 98121 | | | Executive Vice President/COO | |

Signatures

/s/Laura Lee Stewart,
Attorney-in-Fact

02/09/2019

__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).
- (1) Vests in five equal annual installments commencing on November 19, 2019.
 - (2) Exercisable currently at any time.
 - (3) Vests in five equal annual installments beginning on January 29, 2017.
 - (4) Vests in three equal annual installments beginning on January 27, 2017.

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.