#### **CAPPELLI LOUIS J**

Form 4

January 21, 2010

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**OMB** 

**OMB APPROVAL** 

3235-0287 Number:

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Check this box

**SECURITIES** Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue. See Instruction 1(b).

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \* CAPPELLI LOUIS J

2. Issuer Name and Ticker or Trading

Symbol

STERLING BANCORP [stl]

(Check all applicable)

Issuer

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year) 01/19/2010

\_X\_\_ Director 10% Owner Other (specify X\_ Officer (give title

5. Relationship of Reporting Person(s) to

below) Chairman and CEO

650 FIFTH AVENUE, 4TH FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

NEW YORK, NY 10019

(City)	(State)	(Zip) Tabl	le I - Non-D	Perivative So	ecuriti	ies Acqu	iired, Disposed of	f, or Beneficiall	y Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3.	4. Securitie	•		5. Amount of Securities	6. Ownership	7. Nature of Indirect
(Instr. 3)	(Month/Day/Tear)	any	Code	(Instr. 3, 4		` ′	Beneficially	Form: Direct	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned Following	(D) or Indirect (I)	Ownership (Instr. 4)
					(A) or		Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
			Code V	Amount	(D)	Price	(Ilisti. 3 and 4)		
Common Stock	01/19/2010		F	131,918	D	\$ 7.93	580,059	D	
Common Stock	01/19/2010		M	142,930	A	\$ 6.94	722,989	D	

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

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Nu	mber of	6. Date Exercis	sable and	7. Title and A	Amo
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionDerivative		Expiration Date		Underlying Secu		
Security	or Exercise		any	Code	Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acqui	ired (A) or				
	Derivative				Dispo	osed of (D)				
	Security				`	. 3, 4, and				
					5)					
							Date	Expiration	Title	Ar Nu
				Code V	(A)	(D)	Exercisable	Date		Sh
Non-qualified									Common	
Stock Option (right to buy)	\$ 6.94	01/19/2010		M		142,930	02/11/2001	02/11/2010	Stock	14
	Derivative Security (Instr. 3)	Derivative Conversion Security or Exercise (Instr. 3) Price of Derivative Security  Non-qualified Stock Option \$6.94	Derivative Conversion (Month/Day/Year) Security or Exercise (Instr. 3) Price of Derivative Security  Non-qualified Stock Option \$ 6.94 01/19/2010	Derivative Conversion or Exercise (Instr. 3)  Price of Derivative Security  Non-qualified Stock Option  Conversion (Month/Day/Year)  Price of Derivative Security  Month/Day/Year)  Execution Date, if any (Month/Day/Year)	Derivative Conversion (Month/Day/Year) Execution Date, if Transaction any Code (Instr. 3) Price of Derivative Security  Non-qualified Stock Option \$ 6.94 01/19/2010 Month/Day/Year) \$ Execution Date, if Transaction any Code (Month/Day/Year) (Instr. 8)	Derivative Security or Exercise (Instr. 3) Price of Derivative Security  Non-qualified Stock Option  Conversion (Month/Day/Year) (Month/Day/Year) Execution Date, if any Code Security (Month/Day/Year) (Instr. 8) Acquainty  Code V (A)  Code V (A)	Derivative Security or Exercise (Instr. 3) Price of Derivative Security or Exercise (Instr. 3) Price of Derivative Security Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Non-qualified Stock Option \$6.94 01/19/2010 M 142,930	Derivative Security or Exercise (Instr. 3) Price of Derivative Security Security  (Instr. 3) Price of Derivative Security  (Instr. 3) Price of Derivative Security  (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  (Month/Day/Year) Date Exercisable  Code V (A) (D)  Non-qualified Stock Option \$ 6.94 01/19/2010 M 142,930 02/11/2001	Derivative Security or Exercise (Instr. 3) Price of Derivative Security (Instr. 3) Price of Derivative Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Non-qualified Stock Option \$ 6.94 01/19/2010 M 142,930 02/11/2001 02/11/2010	Derivative Security or Exercise (Instr. 3)  Price of Derivative Security  Non-qualified Stock Option  Security  Conversion (Month/Day/Year) or Exercise (Instr. 3)  Price of Derivative Security  Security  Code Securities (Month/Day/Year)  (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Code V (A) (D)  Date Expiration Date (Instr. 3 and Security)  Title  Common Stock

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
CAPPELLI LOUIS J 650 FIFTH AVENUE 4TH FLOOR NEW YORK, NY 10019	X		Chairman and CEO					

## **Signatures**

Louis J. 01/21/2010 Cappelli

\*\*Signature of Date
Reporting Person

## **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).

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