

PROVIDENT FINANCIAL SERVICES INC  
 Form 4  
 February 23, 2015

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
 NOVIELLI JACK

2. Issuer Name and Ticker or Trading Symbol  
 PROVIDENT FINANCIAL SERVICES INC [PFS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 239 WASHINGTON STREET  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/19/2015

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP and CIO of Provident Bank

JERSEY CITY, NJ 07302

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

(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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V Amount (A) or (D) Price                                         |                                                                                               |                                                          |                                   |
| Common Stock                    | 02/19/2015                           |                                                    | A                              | 2,045 (1) \$ 0                                                    | 8,828                                                                                         | D                                                        |                                   |
| Common Stock                    | 02/19/2015                           |                                                    | F                              | 658 \$ 18.34                                                      | 8,170                                                                                         | D                                                        |                                   |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 17,198 (2)                                                                                    | I                                                        | By 401(k)                         |
| Common Stock                    |                                      |                                                    |                                |                                                                   | 11,281 (2)                                                                                    | I                                                        | By ESOP                           |

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 Value of Underlying Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------------------------------------|
| Stock Options                              | \$ 10.34                                               |                                      |                                                    |                                |                                                                                         | 03/04/2013 03/04/2023                                    | Common Stock                                                  | 10,310<br>(3)                                               |
| Stock Options                              | \$ 10.4                                                |                                      |                                                    |                                |                                                                                         | 02/03/2012 02/03/2019                                    | Common Stock                                                  | 1,766<br>(3)                                                |
| Stock Options                              | \$ 10.4                                                |                                      |                                                    |                                |                                                                                         | 02/03/2010 02/03/2019                                    | Common Stock                                                  | 5,910<br>(3)                                                |
| Stock Options                              | \$ 12.54                                               |                                      |                                                    |                                |                                                                                         | 01/29/2009 01/29/2018                                    | Common Stock                                                  | 4,030<br>(3)                                                |
| Stock Options                              | \$ 17.94                                               |                                      |                                                    |                                |                                                                                         | 01/29/2008 01/29/2017                                    | Common Stock                                                  | 9,797<br>(3)                                                |
| Stock Options                              | \$ 18.55                                               |                                      |                                                    |                                |                                                                                         | 02/22/2007 02/22/2016                                    | Common Stock                                                  | 3,000<br>(3)                                                |

## Reporting Owners

| Reporting Owner Name / Address                                  | Relationships |           |                               |       |
|-----------------------------------------------------------------|---------------|-----------|-------------------------------|-------|
|                                                                 | Director      | 10% Owner | Officer                       | Other |
| NOVIELLI JACK<br>239 WASHINGTON STREET<br>JERSEY CITY, NJ 07302 |               |           | EVP and CIO of Provident Bank |       |

## Signatures

/s/ John F. Kuntz, Pursuant to Power of Attorney  
02/23/2015

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) Shares of restricted stock vest at a rate of 33.3% per year over a period ending February 19, 2018.
- (2) Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
- (3) Stock options have fully vested.

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.