Bryant V Gail Form 4 May 25, 2012

## FORM 4

### OMB APPROVAL

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

OMB Number: 3235-0287

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

Number: 5253-0267
Expires: January 31,
2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Add Bryant V Gail	ress of Reporti	ing Person *_	2. Issuer Name and Ticker or Trading Symbol ESSA Bancorp, Inc. [ESSA]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Cheek all applicable)			
200 PALMER STREET			(Month/Day/Year) 05/23/2012	Director 10% OwnerX Officer (give title Other (specibelow)			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Cho			
STROUDSBU	RG, PA 18:	360	Filed(Month/Day/Year)	Applicable Line) _X_ 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 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Ownership Indirect (Instr. 3) (Instr. 3, 4 and 5) Form: Direct Code Beneficially Beneficial (Month/Day/Year) (Instr. 8) Owned (D) or Ownership Following Indirect (I) (Instr. 4) Reported (Instr. 4) (A) Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price Common 05/23/2012 F 3,995 D $17,679 \stackrel{(2)}{=}$ D Stock 10.42 Common 24,833 (1) I By 401(k) Stock As Common 2,600 I custodian Stock for child Common 1.691 Ι By IRA Stock

 $6,382^{(1)}$ 

Ι

By ESOP

### Edgar Filing: Bryant V Gail - Form 4

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

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

SEC 1474 (9-02)

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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			6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities		8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if							Ι
Security	or Exercise		any	Code	of	(Month/Day/Y	ear)	(Instr. 3 and 4)		5
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative					(
	Derivative				Securities					
	Security				Acquired					
	•				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 12.35					05/23/2009	05/23/2018	Common Stock	117,904 (3)	

# **Reporting Owners**

STROUDSBURG, PA 18360

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Bryant V Gail

200 PALMER STREET Vice President

**Signatures** 

/s/ Marc Levy, Pursuant to Power of Attorney 05/25/2012

\*\*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) Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
- (2) Includes shares of restricted stock that vest at a rate of 20% per year commencing on May 23, 2009.
- (3) Reflects stock options that vest at a rate of 20% per year commencing on May 23, 2009.

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.

Reporting Owners 2