

PROVIDENT FINANCIAL SERVICES INC
 Form 4
 August 26, 2016

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 *
 LYONS THOMAS M

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)

3. Date of Earliest Transaction (Month/Day/Year)
 08/25/2016

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

239 WASHINGTON STREET

(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

JERSEY CITY, NJ 07302

(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)
			Code	V	Amount	(D)	Price
Common Stock	08/25/2016		M		11,024	A	\$ 17.94
					75,000		
Common Stock	08/25/2016		M		616	A	\$ 12.54
					75,616		
Common Stock	08/25/2016		M		408	A	\$ 10.4
					76,024		
Common Stock	08/25/2016		M		12,114	A	\$ 10.34
					88,138		
Common Stock	08/25/2016		D		221	D	\$ 21.13
					87,917		

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Common Stock	08/25/2016	D	5,900	D	\$ 21.14	82,017	D	
Common Stock	08/25/2016	D	300	D	\$ 21.145	81,717	D	
Common Stock	08/25/2016	D	200	D	\$ 21.1475	81,517	D	
Common Stock	08/25/2016	D	700	D	\$ 21.15	80,817	D	
Common Stock	08/25/2016	D	200	D	\$ 21.16	80,617	D	
Common Stock	08/25/2016	D	1,377	D	\$ 21.17	79,240	D	
Common Stock						6,798	I	By IRA
Common Stock						34,775 ⁽¹⁾	I	By 401(k)
Common Stock						11,256 ⁽¹⁾	I	By ESOP

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 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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 17.94	08/25/2016		M	11,024	01/29/2008 01/29/2017	Common Stock	11,024	
Stock Options	\$ 12.54	08/25/2016		M	616	01/29/2009 01/29/2018	Common Stock	616	
Stock Options	\$ 10.34	08/25/2016		M	12,114	03/04/2013 03/04/2023	Common Stock	12,114	

Stock Options	\$ 10.4	08/25/2016	M	408	02/03/2010	02/03/2019	Common Stock	408
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LYONS THOMAS M 239 WASHINGTON STREET JERSEY CITY, NJ 07302			EVP and CFO	

Signatures

/s/ Leonard G. Gleason, Pursuant to Power of Attorney	08/26/2016
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__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) 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.