

NOVIELLI JACK
Form 4
August 25, 2008

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)
830 BERGEN AVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/21/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP and CIO of Provident Bank

JERSEY CITY, NJ 07306

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 | 08/21/2008 | | F | 335 D \$ 14.47 | 5,991 | D | |
| Common Stock | | | | | 401 | I | By Wife as Cust. for Son 1 |
| Common Stock | | | | | 602 | I | By Wife as Cust. for Son 2 |
| Common Stock | | | | | 9,454 ⁽¹⁾ | I | By 401(k) |
| | | | | | 4,764 | I | By ESOP |

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Common
Stock

Common
Stock

130

I

As Cust.
for Son 1

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 | \$ 12.54 | | | | | Date Exercisable: 01/29/2009 Expiration Date: 01/29/2018 | Common Stock | 4,030 (2) |
| Stock Options | \$ 17.94 | | | | | Date Exercisable: 01/29/2008 Expiration Date: 01/29/2017 | Common Stock | 9,797 (3) |
| Stock Options | \$ 18.55 | | | | | Date Exercisable: 02/22/2007 Expiration Date: 02/22/2016 | Common Stock | 3,000 (4) |
| Stock Options | \$ 18.57 | | | | | Date Exercisable: 07/17/2004 Expiration Date: 07/17/2013 | Common Stock | 40,000 (5) |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

NOVIELLI JACK
830 BERGEN AVE
JERSEY CITY, NJ 07306

SVP and CIO of Provident Bank

Signatures

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

08/22/2008

__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 transaction not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
 - (2) Stock options vest at a rate of 20% per year over a period ending January 29, 2013.
 - (3) Stock options vest at a rate of 20% per year over a period ending January 29, 2012.
 - (4) Stock options vest at a rate of 20% per year over a period ending February 22, 2011.
 - (5) Stock options vest at a rate of 20% per year over a period ending July 17, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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