

ODONNELL EDWARD  
Form 4  
February 07, 2011

**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 \*  
ODONNELL EDWARD

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)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

830 BERGEN AVENUE

02/03/2011

(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 07306

(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 or Price   |  |                                   |
| Common Stock                    | 02/03/2011                           |  | A                              |   | 6,000<br>(6)  | A  | \$ 0                              |
| Common Stock                    |                                      |  |                                |   | 3,000   | I  | By IRA                            |

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

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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 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. P... Der... Sec... (Ins... |                        |       |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|------------------------|-------|----------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D)   | Date Exercisable              | Expiration Date        | Title | Amount or Number of Shares |
| Stock Options                              | \$ 12.54   |                                      |  |                                |   | 01/29/2009   | 01/29/2018  | Common Stock                  | 3,000 <sup>(2)</sup>   |       |                            |
| Stock Options                              | \$ 17.94   |                                      |  |                                |   | 01/29/2008   | 01/29/2017  | Common Stock                  | 2,000 <sup>(3)</sup>   |       |                            |
| Stock Options                              | \$ 18.55   |                                      |  |                                |   | 02/22/2007   | 02/22/2016  | Common Stock                  | 2,000 <sup>(4)</sup>   |       |                            |
| Stock Options                              | \$ 18.57   |                                      |  |                                |   | 07/17/2004   | 07/17/2013  | Common Stock                  | 160,000 <sup>(5)</sup> |       |                            |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| ODONNELL EDWARD<br>830 BERGEN AVENUE<br>JERSEY CITY, NJ 07306 |               | X         |         |       |

## Signatures

/s/ John F. Kuntz, Pursuant to Power of Attorney  
 \*\*Signature of Reporting Person  
 02/04/2011  
 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) Includes 1,442 shares acquired through dividend reinvestment.
- (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 on February 22, 2011.
- (5) Stock options vest at a rate of 20% per year over a period ending on July 17, 2008.

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(6) Shares of restricted stock vest on February 3, 2012.

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.