

PROVIDENT FINANCIAL SERVICES INC  
 Form 4  
 March 09, 2017

**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 \*  
**MARTIN CHRISTOPHER P**

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)  
 03/07/2017

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman, President and CEO

JERSEY CITY, NJ 07302  
 (City) (State) (Zip)

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

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |  |
| Common Stock                    |                                      |  |                                |   | 316,805   | D  |  |
| Common Stock                    |                                      |  |                                |   | 140,799 <sup>(1)</sup>  | I  | By 401(k) Plan                             |
| Common Stock                    |                                      |  |                                |   | 12,979 <sup>(1)</sup>   | I  | By ESOP                                    |
| Common Stock                    |                                      |  |                                |   | 17,785  | I  | By Deferred Fee Plan                       |

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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Stock Options                              | \$ 26.31   | 03/07/2017                           |  | A                              | 42,857<br>(2)   | 03/07/2018   | 03/07/2027  | Common Stock | 42,857                     |
| Stock Options                              | \$ 18.34   |                                      |  |                                |   | 02/19/2016   | 02/19/2025  | Common Stock | 65,972<br>(3)              |
| Stock Options                              | \$ 16.38   |                                      |  |                                |   | 02/19/2015   | 02/19/2024  | Common Stock | 35,000<br>(4)              |
| Stock Options                              | \$ 14.88   |                                      |  |                                |   | 02/03/2013   | 02/03/2022  | Common Stock | 25,000<br>(5)              |
| Stock Options                              | \$ 16.38   |                                      |  |                                |   | 03/04/2016   | 02/19/2024  | Common Stock | 45,762<br>(3)              |
| Stock Options                              | \$ 18.7  |                                      |  |                                |   | 02/24/2017   | 02/24/2026  | Common Stock | 76,327<br>(3)              |
| Stock Options                              | \$ 14.5  |                                      |  |                                |   | 03/04/2014   | 03/04/2024  | Common Stock | 14,622<br>(5)              |
| Stock Options                              | \$ 15.23   |                                      |  |                                |   | 02/19/2014   | 02/19/2023  | Common Stock | 35,000<br>(3)              |
| Stock Options                              | \$ 14.5  |                                      |  |                                |   | 02/24/2012   | 02/24/2021  | Common Stock | 50,000<br>(5)              |
| Stock Options                              | \$ 15.23   |                                      |  |                                |   | 03/04/2015   | 02/19/2023  | Common Stock | 25,126<br>(5)              |
| Stock Options                              | \$ 14.88   |                                      |  |                                |   | 03/04/2015   | 02/03/2022  | Common Stock | 22,542<br>(5)              |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Director    10% Owner    Officer    Other

MARTIN CHRISTOPHER P  
239 WASHINGTON STREET    X    Chairman, President and CEO  
JERSEY CITY, NJ 07302

## Signatures

/s/ Leonard G. Gleason, Pursuant to Power of Attorney    03/09/2017

\_\_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 vest at a rate of 33.3% per year over a period ending March 7, 2020.
- (3) Stock options vest at a rate of 33.3% per year.
- (4) Stock options vest at a rate of 20% per year.
- (5) 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.