

NOVIELLI JACK
Form 4/A
February 08, 2010

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 AVENUE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/03/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP&CIO of The Provident Bank

JERSEY CITY, NJ 07306

4. If Amendment, Date Original Filed(Month/Day/Year)
02/05/2010

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)
Common Stock	02/03/2010		F	485 D	\$ 10.34 9,658	D	
Common Stock	02/03/2010		A	1,934 (6) A	\$ 0 11,592	D	
Common Stock	02/04/2010		D	401 D	\$ 10.32 0	I	By Wif as Cust. for Son 1
Common Stock	02/04/2010		D	602 D	\$ 10.34 0	I	By Wife as Cust. for Son 2
					12,067	I	By 401(k)

Common Stock									
Common Stock					5,767	I		By ESOP	
Common Stock	02/04/2010		D	130	D	\$ 10.33	0	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. Pri Deriv Secur (Instr	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		
Stock Options	\$ 10.4					02/03/2010	02/03/2019	Common Stock	5,910 <u>(1)</u>
Stock Options	\$ 12.54					01/29/2009	01/29/2018	Common Stock	4,030 <u>(2)</u>
Stock Options	\$ 17.94					01/29/2008	01/29/2017	Common Stock	9,797 <u>(3)</u>
Stock Options	\$ 18.55					02/22/2007	02/22/2016	Common Stock	3,000 <u>(4)</u>
Stock Options	\$ 18.57					07/17/2004	07/17/2013	Common Stock	40,000 <u>(5)</u>

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

EVP&CIO of The Provident Bank

NOVIELLI JACK
830 BERGEN AVENUE
JERSEY CITY, NJ 07306

Signatures

/s/ John F. Kuntz, pursuant to power of
attorney

02/08/2010

__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) Stock options vest at a rate of 20% per year over a period ending January 29, 2014.
- (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.
- (6) Shares of restricted stock vest at a rate of 1/3 per year over a period ending February 3, 2013.

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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