

Investors Bancorp Inc
 Form 4
 August 08, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

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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 *
 Dittenhafer Brian D

(Last) (First) (Middle)
 101 JFK PARKWAY
 (Street)
 SHORT HILLS, NJ 07078

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Investors Bancorp Inc [ISBC]

3. Date of Earliest Transaction
 (Month/Day/Year)
 08/08/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	08/08/2013		M		15,000 A \$ 15.25	105,807	D
Common Stock	08/08/2013		S		200 D \$ 22.485	105,607	D
Common Stock	08/08/2013		S		300 D \$ 22.48	105,307	D
Common Stock	08/08/2013		S		200 D \$ 22.475	105,107	D
Common Stock	08/08/2013		S		200 D \$ 22.472	104,907	D
	08/08/2013		S		1,660 D \$ 22.47	103,247	D

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Common Stock							
Common Stock	08/08/2013	S	1,300	D	\$ 22.46	101,947	D
Common Stock	08/08/2013	S	100	D	\$ 22.455	101,847	D
Common Stock	08/08/2013	S	100	D	\$ 22.451	101,747	D
Common Stock	08/08/2013	S	1,200	D	\$ 22.45	100,547	D
Common Stock	08/08/2013	S	2,700	D	\$ 22.44	97,847	D
Common Stock	08/08/2013	S	300	D	\$ 22.43	97,547	D
Common Stock	08/08/2013	S	100	D	\$ 22.425	97,447	D
Common Stock	08/08/2013	S	1,300	D	\$ 22.42	96,147	D
Common Stock	08/08/2013	S	820	D	\$ 22.41	95,327	D
Common Stock	08/08/2013	S	4,520	D	\$ 22.4	90,807	D

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	\$ 15.25	08/08/2013		M	15,000	11/20/2007	11/20/2016	Common Stock	15,000

Stock \$ 13.38
Options

01/21/2009 01/21/2018 Common Stock 48,835

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dittenhafer Brian D 101 JFK PARKWAY SHORT HILLS, NJ 07078	X			

Signatures

Kelly Pecoraro, pursuant to power of attorney 08/08/2013

__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).

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.