

PROVIDENT FINANCIAL SERVICES INC

Form 8-K

February 01, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF

THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): January 31, 2019

PROVIDENT FINANCIAL SERVICES, INC.

(Exact Name of Registrant as Specified in its Charter)

Delaware 001-31566

42-1547151

(State

or

Other (Commission

Jurisdiction File No.)

of

Incorporation)

(I.R.S.

Employer

Identification

No.)

239 Washington Street,

Jersey City, New Jersey

07302

(Address of Principal

Executive Offices)

(Zip

Code)

Registrant's telephone number, including area

code 732-590-9200

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.



Item 2.02 Results of Operation and Financial Condition.

On February 1, 2019, Provident Financial Services, Inc. (the “Company”) issued a press release reporting its financial results for the quarter and year ended December 31, 2018. A copy of the press release is attached as Exhibit 99.1 to this report and is being furnished to the SEC and shall not be deemed “filed” for any purpose.

Item 7.01 Regulation FD Disclosure.

On February 1, 2019, the Company announced that its Board of Directors declared a quarterly cash dividend of \$0.23 per common share and a special cash dividend of \$0.20 per share, each payable on February 28, 2019 to stockholders of record on February 15, 2019. The Company also announced that its Board of Directors determined that the Annual Meeting of Stockholders shall be held on April 25, 2019 at the Renaissance Woodbridge Hotel, Iselin, New Jersey at 10:00 a.m. The date of March 1, 2019 was established as the record date for the determination of the stockholders entitled to notice of, and to vote at, the Annual Meeting.

These announcements were included as part of the press release reporting financial results for the quarter and year ended December 31, 2018 issued by the Company on February 1, 2019. A copy of the press release is attached as Exhibit 99.1 to this report and is being furnished to the SEC and shall not be deemed “filed” for any purpose.

Item 8.01 Other Events

On January 31, 2019, the Board of Directors of the Company adopted a policy on majority voting for directors in uncontested elections. Pursuant to the policy, any nominee for director in an uncontested election who receives a greater number of votes “WITHHELD” from his or her election than votes cast “FOR” such election shall tender his or her resignation to the Governance/Nominating Committee of the Board of Directors of the Company. The Governance/Nominating Committee shall recommend to the Board of Directors the action to be taken with respect to the resignation. Any director who tenders his or her resignation in connection with the policy shall not participate in the Governance/Nominating Committee’s or the Board of Directors’ deliberations as to whether to accept the resignation. The Board of Directors will publicly disclose its decision within 90 days of the certification of the election results.

Item 9.01. Financial Statements and Exhibits

a. Financial statements of businesses acquired. Not Applicable.

b. Pro forma financial information. Not Applicable.

c. Shell company transactions: Not Applicable.

d. Exhibits.

Exhibit No.	Description
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<u>99.1</u>	Press release issued by the Company on February 1, 2019 announcing its financial results for the quarter and year ended December 31, 2018, the declaration of a quarterly cash dividend, the declaration
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of a special  
cash dividend  
and the setting  
of the date for  
the annual  
meeting of  
stockholders.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

PROVIDENT  
FINANCIAL  
SERVICES,  
INC.

DATE:	By: /s/
February	Christopher
1, 2019	Martin
	Christopher
	Martin
	Chairman,
	President and
	Chief Executive
	Officer

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EXHIBIT INDEX

Exhibit	Description
<u>99.1</u>	Press release issued by the Company on February 1, 2019 announcing its financial results for the quarter and year ended December 31, 2018, the declaration of a quarterly cash dividend, the declaration of a special cash dividend and the setting of the date for the annual meeting of stockholders.