
PBIP 8-K 2/16/2016

Section 1: 8-K (FORM 8-K)

**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) February 16, 2016

Prudential Bancorp, Inc.

(Exact name of registrant as specified in its charter)

Pennsylvania

(State or other jurisdiction of incorporation)

000-55084

(Commission File Number)

46-2935427

(IRS Employer Identification No.)

1834 West Oregon Avenue, Philadelphia, Pennsylvania

(Address of principal executive offices)

19145

(Zip Code)

Registrant's telephone number, including area code (215) 755-1500

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))



Item 5.07 **Submission of Matters to a Vote of Security Holders**

(a) An Annual Meeting of Shareholders of Prudential Bancorp, Inc. (the "Company") was held on February 16, 2016.

(b) There were 8,397,625 shares of common stock of the Company eligible to be voted at the Annual Meeting and 7,551,229 shares represented in person or by proxy at the Annual Meeting, which constituted a quorum to conduct business at the meeting.

The items voted upon at the Annual Meeting and the vote for each proposal were as follows:

1. Election of directors:

a. For a three year term expiring in 2019:

	<u>FOR</u>	<u>WITHHELD</u>	<u>BROKER NON-VOTES</u>
Jerome R. Balka	5,460,242	346,143	1,744,844
A.J. Fanelli	5,528,680	277,705	1,744,844
Dennis Pollock	5,493,694	312,691	1,744,844

b. For a two year term expiring in 2018:

	<u>FOR</u>	<u>WITHHELD</u>	<u>BROKER NON-VOTES</u>
Bruce E. Miller	5,544,829	261,556	1,744,844

2. To adopt a non-binding resolution approving the compensation of the Company's named executive officers.

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>	<u>BROKER NON-VOTES</u>
4,975,377	760,878	70,130	1,744,844

3. To ratify the appointment of S.R. Snodgrass, P.C. as the Company's independent registered public accounting firm for the fiscal year ending September 30, 2016.

<u>FOR</u>	<u>AGAINST</u>	<u>ABSTAIN</u>
7,179,139	270,880	101,210

Each of the nominees was elected as a director and the proposals to (i) adopt the non-binding resolution approving the compensation of the Company's named executive officers and (ii) ratify the appointment of S.R. Snodgrass, P.C. as the Company's independent registered public accounting firm for the fiscal year ending September 30, 2016 were adopted by the shareholders of the Company at the Annual Meeting by the requisite affirmative vote.

(c) Not applicable.

(d) Not applicable.

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.

PRUDENTIAL BANCORP, INC.

By: /s/Jack E. Rothkopf

Name: Jack E. Rothkopf

Title: Senior Vice President, Chief Financial Officer and
Treasurer

Date: February 18, 2016