

PRUDENTIAL BANCORP, INC.

Form 8-K

February 18, 2015

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 18, 2015

Prudential  
Bancorp,  
Inc.  
(Exact  
name of  
registrant  
as  
specified  
in its  
charter)

|                                                |                          |                                   |
|------------------------------------------------|--------------------------|-----------------------------------|
| Pennsylvania                                   | 000-55084                | 46-2935427                        |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

|                                                        |            |
|--------------------------------------------------------|------------|
| 1834 West Oregon Avenue,<br>Philadelphia, Pennsylvania | 19145      |
| (Address of principal executive offices)               | (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))
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Item 7.01 Regulation FD Disclosure

On February 18, 2015, Prudential Bancorp, Inc. (the "Company") issued a press release announcing the declaration of the Company's quarterly cash dividend. For additional information, reference is made to the Company's press release, dated February 18, 2015, which is included as Exhibit 99.1 hereto and is incorporated herein by reference thereto. The press release attached hereto is being furnished to the Securities and Exchange Commission and shall not be deemed to be "filed" for any purpose except as shall be expressly set forth by specific reference to such filing in other filings of the Company into which it may be incorporated.

Item 9.01 Financial Statements and Exhibits

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) The following exhibits are included with this Report:

Exhibit No. Description

99.1 Press release announcing declaration of cash dividend, dated February 18, 2015

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/<br>Joseph R.<br>Corrato                    |
| Name:  | Joseph R.<br>Corrato<br>Executive<br>Vice      |
| Title: | President<br>and Chief<br>Financial<br>Officer |

Date:  
February  
18, 2015

EXHIBIT INDEX

Exhibit No. Description

99.1 Press release, announcing declaration of cash dividend dated February 18, 2015