

PRUDENTIAL BANCORP, INC.

Form 8-K

July 15, 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) July 15, 2015

Prudential

Bancorp,

Inc.

(Exact

name of

registrant

as

specified

in its

charter)

Pennsylvania

000-55084

46-2935427

(State or other jurisdiction (Commission File Number) (IRS Employer

of incorporation)

Identification No.)

1834 West Oregon Avenue,

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))
-

Item 7.01 Regulation FD Disclosure

On July 15, 2015, Prudential Bancorp, Inc. (the "Company") issued a press release announcing the adoption of the Company's second stock repurchase program which will commence upon completion of the Company's first stock repurchase program (the adoption of which was announced in September 2014). The second program will cover 850,000 shares of common stock or approximately 10% of the Company's issued and outstanding shares. Repurchases pursuant to the second repurchase program will not commence until after the second day subsequent to the announcement of the Company's operating results for the quarter ended June 30, 2015. For additional information, reference is made to the Company's press release, dated July 15, 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 adoption of the second stock repurchase program, dated July 15, 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/Jack E.  
Rothkopf  
Name: Jack E.  
Rothkopf  
Senior  
Vice  
President,  
Title: Chief  
Financial  
Officer  
and  
Treasurer

Date:  
July  
15,  
2015

EXHIBIT INDEX

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