

PROVIDENT FINANCIAL HOLDINGS INC
Form 8-K
September 14, 2005

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): **September 13, 2005**

PROVIDENT FINANCIAL HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

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| Delaware (State or other jurisdiction of incorporation) | 000-28304 (Commission File Number) | 33-0704889 (I.R.S. Employer Identification No.) |
| 3756 Central Avenue, Riverside, California (Address of principal executive offices) | | 92506 (Zip Code) |
| | Registrant's telephone number, including area code: (951) 686-6060 | |

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.

- 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 1.01 Entry Into A Material Definitive Agreement.

On September 13, 2005, Provident Financial Holdings, Inc. ("Company"), the holding company for Provident Savings Bank, F.S.B. ("Bank"), announced that the Company signed a Purchase and Sale Agreement to sell a

commercial office building located in Riverside, California. The successful close of the transaction is expected to result in a one-time gain (net of taxes) of approximately \$3.4 million.

A copy of the news release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statement and Exhibits

(c) Exhibits

99.1 News Release of Provident Financial Holdings, Inc. dated September 13, 2005.

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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.

Date: September 14, 2005

PROVIDENT FINANCIAL HOLDINGS, INC.

/s/ Donavon P. Ternes

Donavon P. Ternes
Chief Financial Officer

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Exhibit 99.1

News Release of Provident Financial Holdings, Inc. dated September 13, 2005

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3756 Central Ave.
Riverside, CA 92506
(951) 686-6060

NEWS RELEASE

Provident Financial Holdings Announces Agreement to Sell Commercial Office Building

Riverside, Calif. - September 13, 2005 - Provident Financial Holdings, Inc. ("Company"), NASDAQ: PROV, the holding company for Provident Savings Bank, F.S.B. ("Bank"), announced today that the Company signed a Purchase

and Sale Agreement to sell a commercial office building located in Riverside, California. The Company, through the Bank's wholly-owned subsidiary Provident Financial Corp, has owned and operated the building since 1999. The building was originally purchased by the Company for investment purposes. The transaction is subject to certain conditions and contingencies such as the buyer's ability to secure financing and the buyer's due diligence review, among others.

The Company anticipates that the transaction will close during its second fiscal quarter, which ends on December 31, 2005 provided the Purchase and Sale Agreement is not extended and that all conditions and contingencies are met. The successful close of the transaction is expected to result in a one-time gain (net of taxes) of approximately \$3.4 million.

Safe-Harbor Statement

Certain matters in this News Release may constitute forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements may relate to, among others, expectations of the business environment in which the Company operates, projections of future performance, perceived opportunities in the market, potential future credit experience, and statements regarding the Company's mission and vision. These forward-looking statements are based upon current management expectations, and may, therefore, involve risks and uncertainties. The Company's actual results, performance, or achievements may differ materially from those suggested, expressed, or implied by forward-looking statements as a result of a wide range of factors including, but not limited to, the general business environment, interest rates, the California real estate market, competitive conditions between banks and non-bank financial services providers, regulatory changes, and other risks detailed in the Company's reports filed with the Securities and Exchange Commission, including its Annual Report on Form 10-K for the fiscal year ended June 30, 2005.

Contacts: Craig G. Blunden
Chairman, President & CEO

Donavon P. Ternes
Senior Vice President & CFO

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