

PRUDENTIAL BANCORP, INC.

Form 8-K

February 18, 2016

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

000-55084 46-2935427

(Commission

(State or other jurisdiction File

Number) (IRS Employer

Number)

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))
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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:

	FOR	WITHHELD	BROKER NON-VOTES
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:

	FOR	WITHHELD	BROKER NON-VOTES
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.

	FOR	AGAINST	ABSTAIN	BROKER NON-VOTES
	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.

	FOR	AGAINST	ABSTAIN
	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 Senior Vice President, Chief
Title:	Financial Officer and Treasurer

Date:
February
18, 2016