

PRUDENTIAL BANCORP INC OF PENNSYLVANIA  
Form 10-Q/A  
July 01, 2011

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 10-Q/A  
Amendment No. 1

(Mark One)

- QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934  
For the quarterly period ended March 31, 2011  
OR  
 TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES  
EXCHANGE ACT OF 1934  
For the transition period from \_\_\_\_\_ to \_\_\_\_\_  
Commission file number: 000-51214

Prudential Bancorp, Inc. of Pennsylvania  
(Exact Name of Registrant as Specified in Its Charter)

|  |   |
|--|---|
| Pennsylvania<br>(State or Other Jurisdiction of Incorporation or<br>Organization)            | 68-0593604<br>(I.R.S. Employer Identification<br>No.) |
| 1834 Oregon Avenue<br>Philadelphia, Pennsylvania<br>(Address of Principal Executive Offices) | 19145<br>Zip Code                                     |

(215) 755-1500  
(Registrant's Telephone Number, Including Area Code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer,

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or smaller reporting company. See definition of “large accelerated filer”, “accelerated filer” and “smaller reporting company” in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer  (Do not check if a smaller reporting company)

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).

Yes  No

Indicate the number of shares outstanding of each of the issuer’s classes of common stock as of the latest practical date: as of May 6, 2011, 10,023,495 shares were issued and outstanding.

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PRUDENTIAL BANCORP, INC. OF PENNSYLVANIA

Explanatory Note

This Amendment No. 1 on Form 10-Q/A amends the Form 10-Q of Prudential Bancorp, Inc. of Pennsylvania (the “Company”) for the quarter ended March 31, 2011 filed with the Securities and Exchange Commission (the “SEC”) on May 16, 2011 (the “March Form 10-Q”). This Form 10-Q/A corrects the disclosure in Exhibit 32 of the March Form 10-Q with respect to time period referenced therein. This Form 10-Q/A only amends and restates such Exhibit 32. No Item in the March Form 10-Q is amended, modified or updated hereby. Pursuant to Rule 12b-15 under the Securities Exchange Act of 1934, as amended, new certifications of our principal executive officers and principal financial officer are being filed as Exhibits 31.1 and 31.2, respectively, to this Amendment No. 1 on Form 10-Q/A, such certifications allowed to be abbreviated in accordance with published interpretations of the SEC.

PRUDENTIAL BANCORP, INC. OF PENNSYLVANIA

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Part II Other Information

Item 6. Exhibits

| Exhibit No. | Description  |
|-------------|--|
| 31.1        | Rules 13a-14(a)/15d-14(a) Certification of Chief Executive Officer |
| 31.2        | Rule 13a-14(a)/15d-14(a) Certification of Chief Financial Officer  |
| 32.0        | Section 1350 Certifications  |

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 thereunto duly authorized.

PRUDENTIAL BANCORP, INC. OF PENNSYLVANIA

Date: July 1, 2011

By: /s/Thomas A. Vento  
Thomas A. Vento  
President and Chief Executive Officer

Date: July 1, 2011

By: /s/Joseph R. Corrato  
Joseph R. Corrato  
Executive Vice President and Chief  
Financial Officer