

PRUDENTIAL BANCORP, INC.  
Form SC 13G  
December 29, 2014

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**(Amendment No. ) \***

**PRUDENTIAL BANCORP, INC.**

(Name of Issuer)

**Common Stock, par value \$0.01 per share**

(Title of Class of Securities)

**74431A101**

(CUSIP Number)

**December 19, 2014**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
  
- Rule 13d-1(c)
  
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP  
No. **74431A101**

Names of  
1. Reporting **Ryan Heslop**  
Persons.  
I.R.S. Identification Nos. of above  
persons (entities only).

2. Check the Appropriate Box if a Member of a Group (See  
Instructions)

(a)

(b)  x

3. SEC Use Only

4. Citizenship or Place **United States**  
of Organization

Number of 5. Sole Voting **0**  
Shares Bene-  
ficially owned 6. Shared  
Voting **475,250**  
Power

by  
Each  
Reporting 7. Sole  
Dispositive **0**  
Power

Person  
With:

8. Shared  
Dispositive **475,250**  
Power

9. Aggregate Amount Beneficially Owned by **475,250**  
Each Reporting Person

10. Check if the Aggregate Amount in Row (9)   
Excludes Certain Shares (See Instructions)

11. Percent of Class Represented by **5.0%**  
Amount in Row (9)

12. Type of Reporting Person  
(See Instructions) **IN**

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CUSIP  
No. **74431A101**

Names of  
1. Reporting **Ariel**  
Persons. **Warszawski**  
I.R.S. Identification  
Nos. of above persons  
(entities only).

Check the Appropriate Box if a  
2. Member of a Group (See  
Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or  
4. Place of **United States**  
Organization

Number of 5. Sole Voting **0**  
Shares Bene-

6. Shared  
ficially Voting **475,250**  
owned Power

by  
Each

7. Sole  
Reporting Dispositive **0**  
Power

Person  
With:

8. Shared  
Dispositive **475,250**  
Power

Aggregate Amount  
9. Beneficially Owned by **475,250**  
Each Reporting Person

10. Check if the Aggregate   
Amount in Row (9)

Excludes Certain Shares  
(See Instructions)

Percent of Class  
11. Represented by **5.0%**  
Amount in Row (9)

Type of Reporting  
12. Person (See  
Instructions) **IN**

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CUSIP  
No. **74431A101**

Names of  
1. Reporting **Firefly Value Partners, LP**  
Persons.  
I.R.S. Identification Nos. of  
above persons (entities only).

2. Check the Appropriate Box if a Member of a  
Group (See Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or  
4. Place of **Delaware**  
Organization

Number of Shares Bene- ficially owned by Each Reporting Person With:	5. Sole Voting Power	<b>0</b>
	6. Shared Voting Power	<b>475,250</b>
	8. Sole Dispositive Power	<b>0</b>
	8. Shared Dispositive Power	<b>475,250</b>

9. Aggregate Amount Beneficially  
Owned by Each Reporting Person **475,250**

Check if the Aggregate Amount in Row  
10. (9) Excludes Certain Shares (See   
Instructions)

11. **5.0%**

Percent of Class  
Represented by Amount in  
Row (9)

Type of Reporting  
12. Person (See  
Instructions) **PN**

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CUSIP  
No. **74431A101**

Names of  
1. Reporting **FVP GP, LLC**  
Persons.  
I.R.S. Identification Nos. of  
above persons (entities only).

2. Check the Appropriate Box if a Member of a  
Group (See Instructions)

(a)

(b)  x

3. SEC Use Only

Citizenship or  
4. Place of **Delaware**  
Organization

Number of Shares Bene- ficially owned by Each Reporting Person With:	5. Sole Voting Power	<b>0</b>
6.	Shared Voting Power	<b>475,250</b>
8.	Sole Dispositive Power	<b>0</b>
	Shared Dispositive Power	<b>475,250</b>

9. Aggregate Amount Beneficially  
Owned by Each Reporting Person **475,250**

Check if the Aggregate Amount in Row  
10. (9) Excludes Certain Shares (See  o  
Instructions)

11. **5.0%**

Percent of Class  
Represented by Amount in  
Row (9)

Type of Reporting  
12. Person (See  
Instructions) **OO**

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CUSIP  
No. **74431A101**

Names of  
1. Reporting **Firefly Management Company**  
Persons. **GP, LLC**  
I.R.S. Identification Nos. of  
above persons (entities only).

2. Check the Appropriate Box if a Member of a  
Group (See Instructions)

(a)

(b)

3. SEC Use Only

Citizenship or  
4. Place of **Delaware**  
Organization

Number of Shares Bene- ficially owned by Each Reporting Person With:	5. Sole Voting Power	<b>0</b>
	6. Shared Voting Power	<b>475,250</b>
	8. Sole Dispositive Power	<b>0</b>
	Shared Dispositive Power	<b>475,250</b>

9. Aggregate Amount Beneficially  
Owned by Each Reporting Person **475,250**

Check if the Aggregate Amount in Row  
10. (9) Excludes Certain Shares (See   
Instructions)

11. **5.0%**

Percent of Class  
Represented by Amount in  
Row (9)

Type of Reporting  
12. Person (See  
Instructions) **OO**

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CUSIP  
No. **74431A101**

1. Names of Reporting Persons. **FVP  
Master  
Fund,  
L.P.**