

Warner V Gail  
Form 4  
June 11, 2009

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Warner V Gail

(Last) (First) (Middle)  
200 PALMER STREET  
(Street)

STROUDSBURG, PA 18360

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ESSA Bancorp, Inc. [ESSA]

3. Date of Earliest Transaction (Month/Day/Year)  
06/09/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 06/09/2009                           |  | S                              |   | 2,295   | D  | \$ 13.63                          |
|                                 |                                      |  |                                |   | 54,653  |  | (2)                               |
| Common Stock                    | 06/09/2009                           |  | S                              |   | 800   | D  | \$ 13.53                          |
|                                 |                                      |  |                                |   | 53,853  |  | (2)                               |
| Common Stock                    | 06/10/2009                           |  | S                              |   | 600   | D  | \$ 13.64                          |
|                                 |                                      |  |                                |   | 53,253  |  | (2)                               |
| Common Stock                    | 06/10/2009                           |  | S                              |   | 500   | D  | \$ 13.66                          |
|                                 |                                      |  |                                |   | 52,753  |  | (2)                               |
| Common Stock                    | 06/10/2009                           |  | S                              |   | 100   | D  | \$ 13.68                          |
|                                 |                                      |  |                                |   | 52,653  |  | (2)                               |

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|              |            |   |     |   |           |                       |   |                        |
|--------------|------------|---|-----|---|-----------|-----------------------|---|------------------------|
| Common Stock | 06/10/2009 | S | 100 | D | \$ 13.67  | 52,553 <sup>(2)</sup> | D |                        |
| Common Stock | 06/10/2009 | S | 36  | D | \$ 13.317 | 52,517 <sup>(2)</sup> | D |                        |
| Common Stock | 06/10/2009 | S | 100 | D | \$ 13.277 | 52,417 <sup>(2)</sup> | D |                        |
| Common Stock | 06/10/2009 | S | 100 | D | \$ 13.268 | 52,317 <sup>(2)</sup> | D |                        |
| Common Stock | 06/10/2009 | S | 100 | D | \$ 13.259 | 52,217 <sup>(2)</sup> | D |                        |
| Common Stock | 06/10/2009 | S | 100 | D | \$ 13.152 | 52,117 <sup>(2)</sup> | D |                        |
| Common Stock | 06/10/2009 | S | 64  | D | \$ 13.1   | 52,053 <sup>(2)</sup> | D |                        |
| Common Stock | 06/10/2009 | S | 200 | D | \$ 13.172 | 51,853 <sup>(2)</sup> | D |                        |
| Common Stock | 06/11/2009 | S | 400 | D | \$ 13.48  | 51,453 <sup>(2)</sup> | D |                        |
| Common Stock | 06/11/2009 | S | 219 | D | \$ 13.35  | 51,234 <sup>(2)</sup> | D |                        |
| Common Stock |            |   |     |   |           | 18,216 <sup>(1)</sup> | I | By 401(k)              |
| Common Stock |            |   |     |   |           | 2,600                 | I | As custodian for child |
| Common Stock |            |   |     |   |           | 1,691                 | I | By IRA                 |
| Common Stock |            |   |     |   |           | 2,407 <sup>(1)</sup>  | I | By ESOP                |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. P Der Sec (Ins |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------|

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|               | Code | (A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |         | Date<br>Exercisable | Expiration<br>Date | Title        | Amount or<br>Number of<br>Shares |
|---------------|------|---|---------|---------------------|--------------------|--------------|----------------------------------|
|               |      | V   | (A) (D) |                     |                    |              |                                  |
| Stock Options |      |   |         | 05/23/2009          | 05/23/2018         | Common Stock | 117,904<br><u>(3)</u>            |
|               |      |   |         |                     |                    |              | \$ 12.35                         |

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                |       |
|---|---------------|-----------|----------------|-------|
|   | Director      | 10% Owner | Officer        | Other |
| Warner V Gail<br>200 PALMER STREET<br>STROUDSBURG, PA 18360 |               |           | Vice President |       |

## Signatures

/s/ V. Gail  
Warner

06/11/2009

Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.
- (2) Includes shares of restricted stock that vest at a rate of 20% per year commencing on May 23, 2009.
- (3) Reflects stock options that vest at a rate of 20% per year commencing on May 23, 2009.

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