

PROVIDENT FINANCIAL HOLDINGS INC  
Form 8-K  
July 26, 2006

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): **July 25, 2006**

PROVIDENT FINANCIAL HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

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 July 25, 2006, the Board of Directors of Provident Financial Holdings, Inc. ("Company") approved the following cash award payments to the Company's executive officers under the Fiscal 2006 Annual Incentive Plan:

Craig G. Blunden, President and Chief Executive Officer, \$196,219; Lilian Brunner, Senior Vice President-Chief Information Officer, \$35,405; Thomas "Lee" Fenn, Senior Vice President-Chief Lending Officer, \$38,007; Richard L. Gale, Senior Vice President-Mortgage Banking, \$445,450; and Donavon P. Ternes, Chief Financial Officer and Secretary, \$75,644. The Board of Directors also approved a \$29,484 cash award payment to former executive officer Milton J. Knox who resigned effective June 30, 2006. The incentive-based cash awards are calculated as a percentage of the executive officers' annual base salary which is then adjusted (pre-determined formula) higher or lower by comparing actual business plan results to pre-determined business plan goals and by individual performance to pre-determined individual performance goals.

The Board of Directors also approved a \$6,000 cash award payment and a grant of 1,500 non-qualified stock options to each non-executive member of the Board of Directors. The options vest at a rate of 20% per year beginning July 25, 2007.

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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: July 26, 2006

PROVIDENT FINANCIAL HOLDINGS, INC.

/s/ Craig G. Blunden

Craig G. Blunden  
Chairman, President & CEO  
(Principal Executive Officer)

/s/ Donavon P. Ternes

Donavon P. Ternes  
Chief Financial Officer  
(Principal Financial and Accounting Officer)

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