

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-09** | Period of Report: **2013-01-09**  
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### REPORTING OWNER

#### MARTZ FRANK D

CIK: **1180108**

Type: **4** | Act: **34** | File No.: **000-19345** | Film No.: **13520599**

Mailing Address

*C/O ESB BANK*

*600 LAWRENCE AVE*

*ELLWOOD CITY PA 16117*

### ISSUER

#### ESB FINANCIAL CORP

CIK: **872835** | IRS No.: **251659846** | State of Incorporation: **PA** | Fiscal Year End: **1231**  
SIC: **6035** Savings institution, federally chartered

Mailing Address

*600 LAWRENCE AVENUE*

*ELLWOOD CITY PA 16117*

Business Address

*600 LAWRENCE AVE*

*ELLWOOD CITY PA 16117*

*7247585584*

# FORM 4

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

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

OMB APPROVAL	
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### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person <b>MARTZ FRANK D</b>			2. Issuer Name and Ticker or Trading Symbol <b>ESB FINANCIAL CORP [ESBF]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>Group Sr VP of Operations</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>01/09/2013</b>			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
516 RHODE ISLAND AVENUE (Street)			4. If Amendment, Date Original Filed(Month/Day/Year)					
ELLWOOD CITY, PA 16117 (City) (State) (Zip)								

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D) Price			
Common Stock							15,175	D	
Common Stock							130,435 <sup>(1)</sup>	D	
Common Stock							11,012.561 <sup>(4)</sup>	I	401(k) Plan
Common Stock							2,998.4838 <sup>(5)</sup>	I	401(k) Plan (by Wife)
Common Stock							67,087.934	I	ESOP
Common Stock							21,873.8566	I	ESOP (by Wife)

**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 (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Stock Option	\$12.8							11/18/2003	11/18/2013	Common Stock	4,800		4,800	D	
Stock Option	\$12.8							11/18/2003	11/18/2013	Common Stock	900		900	I	by wife
Stock Option	\$12.09							11/16/2004	11/16/2014	Common Stock	4,800		4,800	D	
Stock Option	\$12.09							11/16/2004	11/16/2014	Common Stock	900		900	I	by wife
Stock Option	\$10.17							04/19/2005	04/19/2015	Common Stock	4,800		4,800	D	
Stock Option	\$10.17							04/19/2005	04/19/2015	Common Stock	900		900	I	by wife
Stock Option	\$8.96							11/21/2006	11/21/2016	Common Stock	4,800		4,800	D	
Stock Option	\$8.96							11/21/2006	11/21/2016	Common Stock	900		900	I	by wife
Stock Option	\$8.43							11/20/2007	11/20/2017	Common Stock	4,800		4,800	D	
Stock Option	\$8.43							11/20/2007	11/20/2017	Common Stock	900		900	I	by wife
Stock Option	\$8.59							11/18/2008	11/18/2018	Common Stock	4,800		4,800	D	
Stock Option	\$8.59							11/18/2008	11/18/2018	Common Stock	900		900	I	by wife
Stock Option	\$9.62							11/17/2009	11/17/2019	Common Stock	6,600		6,600	D	
Stock Option	\$9.62							11/17/2009	11/17/2019	Common Stock	1,200		1,200	I	by wife
Stock Option	\$12.42							11/16/2010	11/16/2020	Common Stock	6,600		6,600	D	
Stock Option	\$12.42							11/16/2010	11/16/2020	Common Stock	1,200		1,200	I	by wife
Stock Option	\$13.19							11/15/2011	11/15/2021	Common Stock	5,500		5,500	D	
Stock Option	\$13.19							11/15/2011	11/15/2021	Common Stock	1,000		1,000	I	by wife
Stock Option	\$12.6							11/20/2012 <sup>(3)</sup>	11/20/2022	Common Stock	20,000		20,000	D	
Stock Option	\$12.6							11/20/2012 <sup>(2)</sup>	11/20/2022	Common Stock	1,000		1,000	I	by wife

**Explanation of Responses:**

- Husband and Wife
- 20% of such grant will vest immediately and 20% will vest each year over the next 4 years.
- 33 1/3% of such grant will vest immediately and 33 1/3% will vest each year over the next 2 years
- Between 10/01/12 and 12/31/12 the reporting person acquired 410.524501 shares of ESB common stock under the ESB Financial Corporation 401(k) Plan.
- Between 10/01/12 and 12/31/12 the reporting person's wife acquired 99.968803 shares of ESB common stock under the ESB Financial Corporation 401(k) Plan.

**Signatures**

Frank D. Martz

\*\* Signature of Reporting Person

01/09/2013

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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