



UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

DIVISION OF  
CORPORATION FINANCE

Mail Stop 4720

December 20, 2017

Craig L. Montanaro  
President and Chief Executive Officer  
Kearny Financial Corp.  
120 Passaic Avenue  
Fairfield, NJ 07004

**Re: Kearny Financial Corp.  
Registration Statement on Form S-4  
Filed December 13, 2017  
File No. 333-222038**

Dear Mr. Montanaro:

This is to advise you that we have not reviewed and will not review your registration statement.

Please refer to Rules 460 and 461 regarding requests for acceleration. We remind you that the company and its management are responsible for the accuracy and adequacy of their disclosures, notwithstanding any review, comments, action or absence of action by the staff.

You may contact Jessica Livingston, Staff Attorney, at 202-551-3448 with any questions.

Sincerely,

/s/ Era Anagnosti

Era Anagnosti  
Legal Branch Chief  
Office of Financial Services

cc: Marc Levy, Esq.

James K. Cirolì  
Flagstar Bancorp, Inc.  
October 13, 2016  
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