

DOOLAN ELIZABETH A  
 Form 4  
 September 06, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 DOOLAN ELIZABETH A

(Last) (First) (Middle)

15W060 NORTH FRONTAGE ROAD

(Street)

BURR RIDGE, IL 60527

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 BankFinancial CORP [BFIN]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 09/02/2011

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)  
 SVP & Principal Acq. Officer

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4) |     |       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----|-------|
|                                 |                                      |  |                                | (A) or (D)  | Code  | V  | Amount  | (D) | Price |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
 (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 | 2. Conversion or Exercise | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any | 4. Transaction Code | 5. Number of Derivative Securities Acquired | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount Underlying Security (Instr. 3 and 4) |
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|--|
|---------------------------------|---------------------------|--------------------------------------|-----------------------------------|---------------------|---|--|--|

Edgar Filing: DOOLAN ELIZABETH A - Form 4

| (Instr. 3)                    | Price of Derivative Security | (Month/Day/Year) | (Instr. 8) Code  | (A) or Disposed of (D) (Instr. 3, 4, and 5) |        | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|-------------------------------|------------------------------|------------------|------------------|---|--------|------------------|-----------------|--------------|----------------------------|
|                               |                              |                  |                  | (A)   | (D)    |                  |                 |              |                            |
| Stock Options (Rights to Buy) | \$ 17.69                     | 09/02/2011       | D <sup>(1)</sup> |   | 10,000 | <u>(1)</u>       | 12/11/2011      | Common Stock | 10,000                     |
| Stock Options (Rights to Buy) | \$ 17.69                     | 09/02/2011       | A <sup>(1)</sup> | 10,000                                      |        | <u>(1)</u>       | 12/11/2012      | Common Stock | 10,000                     |
| Stock Options (Rights to Buy) | \$ 14.82                     | 09/02/2011       | D <sup>(2)</sup> |   | 29,167 | <u>(2)</u>       | 09/05/2011      | Common Stock | 29,167                     |
| Stock Options (Rights to Buy) | \$ 14.82                     | 09/02/2011       | A <sup>(2)</sup> | 29,167                                      |        | <u>(2)</u>       | 09/05/2012      | Common Stock | 29,167                     |
| Stock Options (Rights to Buy) | \$ 14.82                     | 09/02/2011       | D <sup>(3)</sup> |   | 2,917  | <u>(3)</u>       | 09/05/2011      | Common Stock | 2,917                      |
| Stock Options (Rights to Buy) | \$ 14.82                     | 09/02/2011       | A <sup>(3)</sup> | 2,917                                       |        | <u>(3)</u>       | 09/05/2012      | Common Stock | 2,917                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                     |       |
|--|---------------|-----------|-------------------------------------|-------|
|  | Director      | 10% Owner | Officer                             | Other |
| DOOLAN ELIZABETH A<br>15W060 NORTH FRONTAGE ROAD<br>BURR RIDGE, IL 60527 |               |           | SVP &<br>Principal<br>Accg. Officer |       |

## Signatures

/s/ F. Morgan Gasior, pursuant to power of attorney

09/06/2011

        \*\*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) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The Stock Option Award was originally granted on December 11, 2006 and vested ratably over five annual installments commencing December 15, 2006.

(2) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The Stock Option Award was originally granted on February 26, 2008 and vested immediately upon grant.

(3) The two reported transactions involved an amendment of an outstanding option, resulting in the deemed cancellation of the "old" option and the grant of a replacement option. The Stock Option Award was originally granted on February 26, 2008 and vested 50% on December 15, 2008 and 50% on June 15, 2009.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.