Edgar Filing: REINING ROGER SCOTT - Form 4

REINING R Form 4 February 03,	OGER SCOTT 2006								
FORM	14							-	PPROVAL
	Washington, D.C. 20549							OMB Number:	3235-0287
Check th if no long subject to Section 1 Form 4 o Form 5 obligation may cont <i>See</i> Instru 1(b).	6. r Filed pursuant sinue. Section 17(a) of f	 box 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 aute. 						Expires: Estimated burden hou response	irs per
(Print or Type I	Responses)								
1. Name and A REINING R	Symbol	Issuer Name and Ticker or Trading bol C BANCORP INC [(EFC)]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle)	3. Date of	Earliest Tra	insaction			(Cne	ck all applicabl	e)
			(Month/Day/Year) 02/01/2006				Director 10% Owner X Officer (give title Other (specify below) below) Senior Vice President		
	endment, Date Original onth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
ELGIN, IL	60123						Person		eporting
(City)	(State) (Zip)	Table	e I - Non-Do	erivative S	Securi	ities Ac	quired, Disposed o	of, or Beneficia	lly Owned
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)			3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)))	SecuritiesHBeneficially(OwnedH	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	02/01/2006		D	835	D	<u>(1)</u>	0	D	
Common Stock	02/01/2006		D	5,823	D	<u>(1)</u>	0	I	By ESOP

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

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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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Am Underlying Sec (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	A oi N oi
Incentive Stock Option (right to buy)	\$ 10.38	02/01/2006		D	10,500	04/20/2000(2)	04/20/2009	Common Stock	1
Incentive Stock Option (right-to-buy)	\$ 26.25	02/01/2006		D	5,000	01/21/2005(4)	01/21/2014	Common Stock	
Incentive Stock Options (right-to-buy)	\$ 9.5	02/01/2006		D	9,500	07/18/2001 <u>(5)</u>	07/18/2010	Common Stock	-
Stock Option (right-to-buy)	\$ 24.9	02/01/2006		D	5,000	12/21/2005 <u>(6)</u>	12/21/2014	Common Stock	

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
REINING ROGER SCOTT 1695 LARKIN AVENUE ELGIN, IL 60123			Senior Vice President					
1695 LARKIN AVENUE			Senior Vice President					

Signatures

Person

/s/ Reining, 02/01/2006 Roger Scott **Signature of Reporting

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).

Pursuant to the Agreement and Plan of Reorganization by and Between MAF Bancorp, Inc. and EFC Bancorp, Inc., dated June 29, 2005, each share of EFC Bancorp, Inc. common stock was exchanged for either .8082 shares of MAF Bancorp, Inc. common stock or \$34.69 in

(1) cash, without interest, plus in each case, cash in lieu of any fractional share interest, in accordance with the reporting person's election and the allocation and proration procedures contained in the Agreement and Plan of Reorganization.

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(2) Incentive Stovck Options granted under the 1998 Stock-Based Incentive Plan vest in five equal annual installments commencing on October 27, 1999.

Each stock option granted by EFC Bancorp, Inc., was either (1) cancelled in the merger in exchange for a cash payment equal to the number of shares of common stock covered by such option multiplied by the amount by which the cash consideration (\$34.69) exceeds the exercise price per share or (2) converted into an option to purchase shares of MAF Bancorp, Inc. common stock equal to the product

- (3) of the number of shares of EFC Bancorp, Inc. common stock subject to the original option and the exchange ratio (.8082), with the exercise price adjusted by dividing the original exercise price by the exchange ratio (.8082). The converted options will have the same terms and conditions as in effect immediately prior to the Effective Time.
- (4) Incentive Stock Options granted under the EFC Bancorp, Inc. 2000 Stock Option Plan will vest in five equal annual installments commencing on January 21, 2005.
- (5) Stock Options granted under the EFC Bancorp, Inc. 2000 Stock Option Plan will vest in five equal annual installments commencing on July 18, 2001.
- (6) Stock Options granted under the EFC Bancorp, Inc. 2000 Stock Option Plan will vest in five equal annual installments commencing on December 21, 2005.

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.