

BankFinancial CORP  
Form 4  
March 06, 2017

**FORM 4**

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

OMB APPROVAL

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**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 \*  
Gasior F Morgan

(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)  
03/02/2017

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)  
Chairman, CEO & President

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 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Amount or Price   |  |   |
| Common Stock                    | 03/02/2017                           |  | S                              | D   | \$ 168<br>14.6001   | D  |   |
| Common Stock                    | 03/02/2017                           |  | S                              | D   | \$ 300<br>14.61   | D  |   |
| Common Stock                    | 03/02/2017                           |  | S                              | D   | \$ 1,000<br>14.65   | D  |   |
| Common Stock                    | 03/02/2017                           |  | S                              | D   | \$ 100<br>14.66   | D  |   |
| Common Stock                    | 03/02/2017                           |  | S                              | D   | \$ 100<br>14.67   | D  |   |

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|              |            |  |   |       |   |            |             |   |   |
|--------------|------------|--|---|-------|---|------------|-------------|---|---|
| Common Stock | 03/02/2017 |  | S | 1,248 | D | \$ 14.693  | 132,376     | D |   |
| Common Stock | 03/02/2017 |  | S | 100   | D | \$ 14.7    | 132,276     | D |   |
| Common Stock | 03/02/2017 |  | S | 1,500 | D | \$ 14.7001 | 130,776     | D |   |
| Common Stock | 03/02/2017 |  | S | 165   | D | \$ 14.71   | 130,611     | D |   |
| Common Stock | 03/02/2017 |  | S | 232   | D | \$ 14.72   | 130,379     | D |   |
| Common Stock | 03/02/2017 |  | S | 87    | D | \$ 14.73   | 130,292     | D |   |
| Common Stock | 03/03/2017 |  | S | 500   | D | \$ 14.7301 | 129,792     | D |   |
| Common Stock | 03/03/2017 |  | S | 1,500 | D | \$ 14.8448 | 128,292     | D |   |
| Common Stock |            |  |   |       |   |            | 46,429.2614 | I | By 401k <sup>(1)</sup>                          |
| Common Stock |            |  |   |       |   |            | 16,137.2178 | I | By Employee Stock Ownership Plan <sup>(2)</sup> |
| Common Stock |            |  |   |       |   |            | 2,500       | I | By spouse's IRA <sup>(3)</sup>                  |
| Common Stock |            |  |   |       |   |            | 122,500     | I | By spouse's trust <sup>(3)</sup>                |

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

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(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 (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) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 3) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|

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(Instr. 3,  
4, and 5)

|                               | Code | V | (A) | (D) | Date        | Expiration | Title        | Amount<br>or<br>Number<br>of Shares |
|-------------------------------|------|---|-----|-----|-------------|------------|--------------|-------------------------------------|
|                               |      |   |     |     | Exercisable | Date       |              |                                     |
| Stock Options (Rights to Buy) |      |   |     |     | (4)         | 06/26/2017 | Common Stock | 10,000                              |
|                               |      |   |     |     |             |            |              | \$ 11.99                            |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |       |
|---|---------------|-----------|---------------------------|-------|
|   | Director      | 10% Owner | Officer                   | Other |
| Gasior F Morgan<br>15W060 NORTH FRONTAGE ROAD<br>BURR RIDGE, IL 60527 | X             |           | Chairman, CEO & President |       |

## Signatures

/s/ F. Morgan  
Gasior 03/06/2017

\*\*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 information in this report is based on the 401(k) report dated February 28, 2017.
- (2) Reflects ESOP allocations that occurred as of December 31, 2015.
- (3) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of the securities for purposes of Section 16 or for any other purpose.
- (4) Stock Option Awards granted pursuant to the 2006 Equity Incentive Plan of BankFinancial Corporation vest ratably over four quarterly installments commencing September 30, 2015.

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.