Edgar Filing: FIRST DEFIANCE FINANCIAL CORP - Form 4/A

FIRST DEFIANCE FINANCIAL CORP

Form 4/A March 07, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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may continue.

See Instruction

Check this box

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(b).

(Print or Type Responses)

1. Name and A ALLEN GR	2. Issuer Name and Ticker or Trading Symbol FIRST DEFIANCE FINANCIAL CORP [FDEF]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) 601 CLINT	(First) (ON ST	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2017						Director 10% Owner X_ Officer (give title Other (specify below)				
DEFIANCE	4. If Amendment, Date Original Filed(Month/Day/Year) 02/28/2017						6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Dat (Month/Day/Year)	Executio any	med on Date, if Day/Year)	Date, if Transactio Code ay/Year) (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. 7. Nature of Ownership Indirect Form: Direct Beneficial (D) or Ownership Indirect (I) (Instr. 4) (Instr. 4)		
Common Shares	02/24/2017			M		Amount 1,363 (1)	A	\$ 0	23,489.6422 (2) (5)	D		
Common Shares	02/24/2017			F		322	D	\$ 49.22	23,167.6422 (2) (5)	D		

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)	Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number out 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 Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(3)</u>	02/24/2017		M	1,928	<u>(4)</u>	<u>(4)</u>	Common Shares	1,928	\$

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ALLEN GREGORY R 601 CLINTON ST DEFIANCE, OH 43512

Executive Vice President

Signatures

/s/ Gregory R. Allen by Kevin T. Thompson P.O.A.

03/07/2017

**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).
- Represents common shares earned in connection with the settlement of performance-based restricted stock units previously granted on
 (1) March 21, 2014 pursuant a 2014 Long-Term Incentive Award Agreement under the First Defiance Financial Corp. 2010 Equity Incentive
- The ending balance differs from amounts previously reported because of shares acquired under a dividend reinvestment plan and an employee stock purchase plan.
- (3) Each restricted stock unit represents a contingent right to receive one common share.
 - The restricted stock units were awarded pursuant to a 2014 Long-Term Incentive Award Agreement under the First Defiance Financial Corp. 2010 Equity Incentive Plan on March 21, 2014 and represent a target amount of common shares to be earned by the reporting
- (4) person upon the achievement of certain performance criteria during the 2014 to 2016 performance period, subject to the reporting person's continued employment. As of February 24, 2017, a percentage of the restricted stock units were awarded following certification of financial results by the issuer's compensation committee.
- (5) This Form 4/A is being filed to amend the Form 4 filed by the reporting person on February 28, 2017 to reflect the shares acquired by the reporting person under the dividend reinvestment plan and employee stock purchase plan as of February 24, 2017. This Form 4/A

Reporting Owners 2

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correctly restates the reporting person's beneficial ownership as of that date.

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.