

FIRST DEFIANCE FINANCIAL CORP
 Form 4
 October 10, 2007

FORM 4

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

OMB APPROVAL

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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 *
 Rose Dennis E Jr

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) (First) (Middle)
 601 CLINTON STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 10/09/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 EVP, First Federal Bank

DEFIANCE, OH 43512
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	10/09/2007		M	1,500 A \$ 15.5	4,711	D	
Common Stock	10/09/2007		M	500 A \$ 14	5,211	D	
Common Stock					2,419	I	By Spouse
Common Stock					4,609	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. Transaction Code (Instr. 8)	5. Number of Derivative Securities		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
					Acquired (A)	Disposed of (D)	Date Exercisable	Expiration Date		
Stock Options	\$ 15.5	10/09/2007		X	1,500		04/18/1999	04/18/2008	Common Stock	1,500
Stock Options	\$ 14	10/09/2007		X	500		09/16/2002	09/16/2011	Common Stock	19,000
Stock Options	\$ 19.53						04/20/2004	04/20/2013	Common Stock	5,000
Stock Options	\$ 27.13						04/18/2005	04/18/2014	Common Stock	1,000
Stock Options	\$ 25.89						04/18/2006	04/18/2015	Common Stock	2,000
Stock Options	\$ 26.47						05/21/2007	05/21/2016	Common Stock	2,000
Stock Options	\$ 27.41						04/16/2008	04/16/2017	Common Stock	1,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rose Dennis E Jr 601 CLINTON STREET DEFIANCE, OH 43512			EVP, First Federal Bank	

Signatures

/s/ Dennis E.
Rose, Jr.

10/10/2007

__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).

Remarks:

Note - Options listed above with \$19.53 exercise price vest at 20% per year through 4/21/08. Options listed above with \$27.13 exercise price vest at 20% per year through 4/19/09. Options listed above with \$25.89 exercise price vest at 20% per year through 4/19/10. Options listed above with \$16.47 exercise price vest at 20% per year through 5/22/11.

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

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