BankFinancial CORP Form 4 February 28, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

2. Issuer Name and Ticker or Trading

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005
Estimated average

Estimated average burden hours per response... 0.5

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16. Form 4 or Form 5

Form 4 or
Form 5
obligations
may continue.

See Instruction

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

Symbol

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

CALABRESE CHRISTA N

| | | | BankFinancial CORP [BFIN] | | | | | (Check all applicable) | | | |
|---|-----------------------------------|---------------|---|----|---|------------------------|----------|---|--|--|--|
| (Last) (First) (Middle) 15W060 NORTH FRONTAGE ROAD | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/26/2008 | | | | | Director 10% Owner X Officer (give title Other (specify below) | | | |
| | (Street) | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | Regional President - Affiliate 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| BURR RIDGE, IL 60527 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction E (Month/Day/Ye | ar) Execution | | 3. | 4. SecurionAcquired Disposed (Instr. 3, | ties (A) o of (D | or)) | 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 | |
| Common Stock | | | | | | | | 25,000 | D | | |
| Common Stock | | | | | | | | 1,855.6957 | I | By Employee Stock Ownership Plan (1) | |
| Common Stock | | | | | | | | 7,509.5235 | I | By 401k (2) | |

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

Edgar Filing: BankFinancial CORP - Form 4

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 (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | ransaction Date 3A. Deemed nth/Day/Year) Execution Date, if any (Month/Day/Year) | | 4. 5. Number of TransactiorDerivative Code Securities (Instr. 8) 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) | |
|---|---|--------------------------------------|--|--------|---|---------------------|--|-----------------|---|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Options (Rights to Buy) | \$ 14.82 | 02/26/2008 | | A | 46,667 | (3) | 09/05/2011 | Common Stock | 46,667 | |
| Stock Options (Rights to Buy) | \$ 14.82 | 02/26/2008 | | A | 4,667 | <u>(4)</u> | 09/05/2011 | Common Stock | 4,667 | |
| Stock Options (Rights to Buy) | \$ 17.62 | | | | | <u>(5)</u> | 09/05/2011 | Common Stock | 85,000 | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CALABRESE CHRISTA N 15W060 NORTH FRONTAGE ROAD BURR RIDGE, IL 60527

Regional President - Affiliate

Signatures

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

attorney 02/28/2008

**Signature of Reporting Person Date

Reporting Owners 2

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) Reflects ESOP allocations and dispositions that occurred since the date of the reporting person?s last ownership report
- (2) The information in this report is based on the 401k report dated February 25, 2008
- Stock Option Awards granted pursuant to the February 2008 amendment to the 2007 management incentive compensation program (3) whereby the executive elected to receive their 2007 incentive compensation in the form of stock options (?the 2008 Elective Stock Options?). These stock options vested upon grant.
- Stock Option Awards granted pursuant to the February 2008 amendment to the 2007 management incentive compensation program whereby the executive elected to receive their 2007 incentive compensation in the form of stock options and received an additional stock option grant equal to 10% of the 2008 Elective Stock Options. These additional stock options will vest 50% on December 15, 2008 and June 15, 2009.
- (5) Stock Option Awards granted pursuant to the 2006 Equity Incentive Plan of BankFinancial Corporation vest ratably over five annual installments commencing December 15, 2006

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.