Zbanek Cathy W Form 4 December 11, 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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Check this box if no longer subject to Section 16. 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

1(b).

(Print or Type Responses)

1. Name and Addre Zbanek Cathy	*	ng Person *	2. Issuer Name and Ticker or Trading Symbol TFS Financial CORP [TFSL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)		
7007 BROADWAY AVENUE			(Month/Day/Year) 12/10/2017	Director 10% OwnerX Officer (give title Other (specify below) Chief Mkting Off of subsidiary		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
CLEVELAND	, OH 44105		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			d of (D)	Securities Form: Direct Direct Pollowing Following Reported Form: Direct Direct Pollowing Form: Direct Direct Pollowing Form: Direct Poll		7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	12/10/2017		M	1,100 (1)	A	\$ 0	23,968	D	
Common Stock	12/10/2017		M	1,500 (1)	A	\$ 0	25,468	D	
Common Stock	12/10/2017		M	1,933 (1)	A	\$ 0	27,401	D	
Common Stock	12/10/2017		F	2,242 (2)	D	\$ 15.25	25,159	D	
Common Stock							6,206	I	By ESOP

Common Stock

5,362

I

By 401(k)

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

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)

$\label{thm:convertible} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. 5. Number Transaction Derivative 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
Restricted Stock Units	<u>(4)</u>	12/10/2017		M		1,100	<u>(5)</u>	<u>(5)</u>	Common Stock	1,100
Restricted Stock Units	<u>(4)</u>	12/10/2017		M		1,500	<u>(6)</u>	(6)	Common Stock	1,500
Restricted Stock Units	<u>(4)</u>	12/10/2017		M		1,933	<u>(7)</u>	<u>(7)</u>	Common Stock	1,933
Employee Stock Option (right to buy)	\$ 19.31						(8)	12/15/2026	Common Stock	79,400
Restricted Stock Units	<u>(4)</u>						<u>(9)</u>	(9)	Common Stock	12,240
Employee Stock Option (right to buy)	\$ 11.95						(10)	08/10/2019	Common Stock	25,000
Employee Stock	\$ 19.06						<u>(11)</u>	12/17/2025	Common Stock	49,200

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Option (right to buy)					
Employee Stock Option (right to buy)	\$ 14.81	(12)	05/28/2025	Common Stock	108,300
Employee Stock Option (right to buy)	\$ 11.64	(13)	12/03/2023	Common Stock	28,700
Employee Stock Option (right to buy)	\$ 8.61	(14)	12/19/2021	Common Stock	40,000
Employee Stock Option (right to buy)	\$ 14.85	<u>(15)</u>	12/18/2024	Common Stock	32,400

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Zbanek Cathy W 7007 BROADWAY AVENUE CLEVELAND, OH 44105			Chief Mkting Off of subsidiary				

Signatures

/s/ Paul J. Huml, Pursuant to Power of
Attorney

**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) These common shares were acquired upon the vesting and settlement of certain restricted stock units.
- (2) These common shares were delivered to the issuer to pay for the applicable withholding tax due upon vesting of certain restricted stock units.
- (3) Reflects transactions not required to be reported under Section 16 of the Securities Exchange Act, as amended.

(4)

Reporting Owners 3

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Each restricted stock unit represents a contingent right to receive one share of TFS Financial Corporation common stock. Restricted stock units are entitled to dividend equivalent rights in the form of a cash payment in the amount of any cash dividend paid per share of common stock.

- (5) As reported on a Form 4 dated December 19, 2014, the reporting person received a grant of 3,300 Restricted Stock Units ("RSUs"). These RSUs vest in three equal annual installments beginning December 10, 2015.
- As reported on a Form 4 dated December 17, 2015, the reporting person received a grant of 4,500 Restricted Stock Units ("RSUs") on December 15, 2015. These RSUs vest in three equal annual installments beginning December 10, 2016.
- (7) On December 15, 2016, the reporting person received a grant of 5,800 Restricted Stock Units ("RSUs"). These RSUs vest in three equal annual installments beginning December 10, 2017.
- (8) On December 15, 2016, the reporting person received a grant of 79,400 stock options. These stock options vest in three equal annual installments beginning December 10, 2017.
- (9) As reported on a Form 4 dated May 29, 2015, the reporting person received a grant of 20,400 Restricted Stock Units ("RSUs") on May 28, 2015. These RSUs vest in five equal annual installments beginning on May 28, 2016.
- (10) The reporting person received a grant of 25,000 stock options on March 12, 2009. These stock options vest in three equal annual installments beginning August 11, 2011.
- (11) As reported on a Form 4 dated December 17, 2015, the reporting person received a grant of 49,200 stock options on December 15, 2015. These stock options vest in three equal annual installments beginning December 10, 2016.
- (12) As reported on a Form 4 dated May 29, 2015, the reporting person received a grant of 108,300 stock options on May 28, 2015. These stock options vest in five equal annual installments beginning May 28, 2016.
- (13) As reported on a Form 4 dated December 12, 2013, the reporting person received a grant of 28,700 stock options. These stock options vest in three equal installments beginning December 3, 2014.
- (14) The reporting person received a grant of 40,000 stock options on December 19, 2011 which vest 100% on December 15, 2014.
- (15) As reported on a Form 4 dated December 19, 2014, the reporting person received a grant of 32,400 stock options. These stock options vest in three equal annual installments beginning December 10, 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.