

TF FINANCIAL CORP  
Form 4  
October 31, 2008

# 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 \*  
LUFKIN KENT C

(Last) (First) (Middle)

18 RANDOLPH COURT

(Street)

NEWTOWN, PA 18940

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TF FINANCIAL CORP [THRD]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/22/2008

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)

President and CEO

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 or (D) Price   |  |                                   |
| Common Stock                    | 10/22/2008                           |  | A                              |   | 2,000<br>(1)<br>\$ 20.65  | I  | By Stock Plan                     |
| Common Stock                    |                                      |  |                                |   | 14,405  | D  |                                   |
| Common Stock                    |                                      |  |                                |   | 3,720   | I  | By ESOP                           |
| Common Stock                    |                                      |  |                                |   | 92  | I  | By MSBP                           |

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) (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                              |
| Right to Buy Options                       | \$ 20.65   | 10/22/2008                           |  | A                              | 18,017  | 10/22/2009 <sup>(2)</sup> 10/22/2015                     | Common Stock 18,017   |
| Right to Buy Options                       | \$ 14  |                                      |  |                                |   | 02/28/2001 <sup>(3)</sup> 02/28/2010                     | Common Stock 5,000  |
| Right to Buy Options                       | \$ 20.3  |                                      |  |                                |   | 12/12/2002 <sup>(4)</sup> 12/12/2011                     | Common Stock 3,000  |
| Right to Buy Options                       | \$ 25.35   |                                      |  |                                |   | 12/20/2003 <sup>(5)</sup> 12/20/2012                     | Common Stock 1,500  |
| Common Stock                               | \$ 34.14   |                                      |  |                                |   | 12/17/2004 <sup>(6)</sup> 12/17/2013                     | Common Stock 4,399  |
| Right to Buy Options                       | \$ 28.25   |                                      |  |                                |   | 07/27/2006 <sup>(7)</sup> 07/27/2015                     | Common Stock 7,500  |
| Right to Buy Options                       | \$ 28.48   |                                      |  |                                |   | 12/16/2006 <sup>(8)</sup> 12/16/2010                     | Common Stock 50,000   |

## Reporting Owners

| Reporting Owner Name / Address     | Relationships |           |                   |       |
|------------------------------------|---------------|-----------|-------------------|-------|
|                                    | Director      | 10% Owner | Officer           | Other |
| LUFKIN KENT C<br>18 RANDOLPH COURT |               |           | President and CEO |       |

NEWTOWN, PA 18940

## Signatures

Kent C. Lufkin

10/31/2008

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) This Stock Award vests over 3 years starting 10/22/09.
- (2) These Stock Options vest over 5 years starting 10/22/09.
- (3) These Stock Options vest over 5 years starting 02/28/01.
- (4) These Stock Options vest over 5 years starting 12/12/02.
- (5) These Stock Options vest over 5 years starting 12/20/03.
- (6) These Stock Options vest over 5 years starting 12/17/04.
- (7) These Stock Options vest over 3 years starting 7/27/06.
- (8) These Stock Options vest over 3 years starting 12/16/06.

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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