TFS Financial CORP Form 4 December 12, 2016

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number: Expires:

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Fiala Robert A

(First)

(Street)

(State)

7007 BROADWAY AVENUE

(Middle)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

Issuer

TFS Financial CORP [TFSL]

3. Date of Earliest Transaction

(Month/Day/Year)

12/10/2016

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

below) 6. Individual or Joint/Group Filing(Check

Officer (give title

X_ Director

Applicable Line) _X_ Form filed by One Reporting Person

D

5. Relationship of Reporting Person(s) to

(Check all applicable)

10% Owner Other (specify

Form filed by More than One Reporting Person

CLEVELAND, OH 44105

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following Reported

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

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(A) or

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

Common 12/10/2016 Stock

M 2,200 A \$0 58,500

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)

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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)	Code	5. Number out of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities		8. Pr Deriv Secu (Instr
				Code V	(Α) (Γ	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(1)</u>	12/10/2016		M	2,2	,200	(2)	(2)	Common Stock	2,200	\$

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
Fiala Robert A 7007 BROADWAY AVENUE CLEVELAND, OH 44105	X						

Signatures

/s/ Paul J. Huml, Pursuant to Power of Attorney 12/12/2016

**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).
- Each restricted stock unit represents a contingent right to receive one share of TFS Financial Corporation common stock. Restricted stock (1) 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.
- As reported on a Form 4 dated December 17, 2015, the reporting person received a grant of 2,200 Restricted Stock Units ("RSUs") on December 17, 2015, which vest 100% on December 10, 2016.

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.

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