Edgar Filing: Utton Nicholas - Form 4

Form 4											
January 04, 2012						OMB APPROVAL					
	UNITED STATES SECURITIES AND EXCHANGE COMMISS Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or									Expires:January 31 2005Estimated average burden hours per response0.5		
Form 5 obligations may continue. See Instruction 1(b).	Section 17(Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, etion 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 Respo	onses)										
Utton Nicholas Symbol			er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer				
				DE FINANCIAL Corp]				(Check all applicable)			
(Last) (First) (Middle) 3. Date of (Month/D 1271 AVENUE OF THE 12/31/20 AMERICAS, 14TH FLOOR								Director 10% Owner X Officer (give title Other (specify below) below) EVP & Chief Marketing Officer			
				endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
NEW YORK, N	Y 10020-130)2						Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative S	Securi	ties Acqu	uired, Disposed of,	or Beneficiall	y Owned	
	ransaction Date onth/Day/Year)	2A. Deem Execution any (Month/D	Date, if	3. Transactio Code (Instr. 8) Code V	4. Securiti on(A) or Dis (Instr. 3, 4) Amount	posed	of (D)	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 Indirect Beneficial Ownership (Instr. 4)	
Common 12/2 Stock	31/2011			F	16,485 (1)	D	\$ 7.965	186,534	D		

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.

 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)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Utton Nicholas 1271 AVENUE OF THE AMERICAS 14TH FLOOR NEW YORK, NY 10020-1302			EVP & Chief Marketing Officer					
Signatures								
By: Karl A. Roessner For: Nicholas Utton	01/04/2012	2						
**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) Shares reported were withheld for the payment of taxes associated with the vesting of a grant of restricted stock originally made on September 8, 2009.

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.