Edgar Filing: NORWOOD FINANCIAL CORP - Form 4

NORWOOD FI	NANCIALC	ORP									
Form 4		on									
April 26, 2006								OMB A	PPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									3235-0287		
Check this bo	х		vv a	snington	, D.C. 20	Expires:	January 31,				
if no longer subject to Section 16.	STATEN	AENT OF	F CHAN	NGES IN SECUF	Estimated burden hou						
Form 4 or Form 5	F '1 1	response	•								
Form 5 obligations 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											
<i>See</i> Instruction 16. 30(h) of the Investment Company Act of 1940											
(Print or Type Resp	onses)										
1. Name and Address of Reporting Person [*] 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person [*] PHILLIPS KENNETH A Symbol Issuer								of Reporting Per	eporting Person(s) to		
			•	/OOD FIN [_]	NANCIA	L CORP	(Check all applicable)				
(Last)	(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)					X_ Director 10% Owner Officer (give title Other (specify below) below)					
P O BOX 269, 717 MAIN ST 04/25/2006											
(Street) 4. If Amendment, Date Origin Filed(Month/Day/Year)					-	Original 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person					
HONESDALE, PA 18431 Form filed by More than One Reporting Person											
(City)	(State)	(Zip)	Tab	le I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
	ransaction Date nth/Day/Year)		Date, if	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D) Price	(Instr. 3 and 4)				
Reminder: Report o	on a separate line	e for each cla	ass of sec	urities benet	-	-	-	otion of	SEC 1474		
					inforn requir	nation cont ed to respo	spond to the colle ained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Secur Acqui (A) or Dispo of (D) (Instr. and 5)	ired r osed) . 3, 4,				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options Right-to-Buy	\$ 31.9	04/25/2006		А		500		04/25/2007	04/25/2016	Common Stock	500

Reporting Owners

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
PHILLIPS KENNETH A P O BOX 269 717 MAIN ST HONESDALE, PA 18431	Х			
Signatures				
/s/Kenneth A. Phillips, by Atto	04/25/2006			

enneur A. Phillips, by Attorney-In-Fact, Lewis J. Critelli

**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).

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.