

FIRST DEFIANCE FINANCIAL CORP  
 Form 4  
 April 17, 2006

**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 \*  
 SMALL WILLIAM J

2. Issuer Name and Ticker or Trading Symbol  
 FIRST DEFIANCE FINANCIAL CORP [FDEF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 601 CLINTON ST.  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 04/13/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chairman, President and CEO

DEFIANCE, OH 43512

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Indirect Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	04/13/2006		F	13,800	D \$ 26.25	55,776 <sup>(1)</sup>	D
Common Stock	04/13/2006		M	34,500	A \$ 10.5	90,276	D
Common Stock						15,757	I By ESOP

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

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number.

**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
Stock Options	\$ 25.89					04/19/2006 04/18/2015	Common Stock 1,000
Stock Options	\$ 27.13					04/19/2005 04/20/2013	Common Stock 1,000
Stock Options	\$ 19.53					04/21/2004 04/20/2013	Common Stock 1,000
Stock Options	\$ 10.5	04/13/2006		X	34,500	04/19/1997 04/18/2006	Common Stock 34,500
Stock Options	\$ 10.375					07/15/1997 07/14/2006	Common Stock 37,323

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SMALL WILLIAM J 601 CLINTON ST. DEFIANCE, OH 43512	X		Chairman, President and CEO	

## Signatures

/s/ William J.  
Small 04/17/2006

\*\*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) Balance differs slightly from previously reported balance because of Employee Stock Purchase Plan purchases

**Remarks:**

Note - Options listed above with \$19.53 exercise price vest at 20% per year through 4/21/08. Options listed above with \$27.13 exercise price vest at 20% per year through 4/19/09. Options listed above with \$25.89 exercise price vest at 20% per year through 4/19/10.

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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