## SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

## FORM 8-K

#### **CURRENT REPORT**

PURSUANT TO SECTION 13 OR 15(D) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): May 28, 2015

# **BANKFINANCIAL CORPORATION**

(Exact Name of Registrant as Specified in Charter)

**Commission File Number 0-51331** 

Maryland 75-3199276 (State or Other Jurisdiction (I.R.S. Employer of Incorporation) Identification No.)

> 15W060 North Frontage Road, Burr Ridge, Illinois 60527 (Address of Principal Executive Offices)

Registrant's telephone number, including area code: (800) 894-6900

Not Applicable (Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

□ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

□ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

□ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

□ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

# Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On May 28, 2015, BankFinancial Corporation's principal subsidiary, BankFinancial, F.S.B. (the "Bank") approved the extension of the terms of the employment periods in the Bank's existing amended and restated employment agreements with F. Morgan Gasior, Paul A. Cloutier, James J. Brennan and John G. Manos to March 31, 2018. Prior to the extensions, the employment periods would have expired on March 31, 2017. The employment agreements between the Bank and these individuals were filed as Exhibits 10.1 through 10.3 to the Report on Form 8-K of the Company filed with the Securities and Exchange Commission on May 5, 2008 and Exhibit 10.31 to the Annual Report on Form 10-K/A of the Company originally filed with the Securities and Exchange Commission on April 30, 2010.

The forms of the "Extension of Term of Employment Period" that will be used to implement these actions is attached to this Current Report on Form 8-K as Exhibit 10.1 and 10.2.

#### Item 9.01 Financial Statements and Exhibits.

- (a) Not Applicable.
- (b) Not Applicable.
- (c) Not Applicable.
- (d) Exhibits.

#### Exhibit No. Description

10.1BankFinancial F.S.B. Form of Extension for F. Morgan Gasior, Paul A. Cloutier, and James J. Brennan of Term of Employment Period10.2BankFinancial F.S.B. Form of Extension for John G. Manos of Term of Employment Period

#### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Dated: June 3, 2015

#### **BANKFINANCIAL CORPORATION**

By: /s/ F. Morgan Gasior

F. Morgan Gasior Chairman of the Board and Chief Executive Officer

### EXHIBIT INDEX

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# F TERM

#### FORM OF EXTENSION OF TERM OF EMPLOYMENT PERIOD

#### MEMORANDUM

To: \_\_\_\_\_ From: Patricia Smith Lawler, EVP/Human Resources Division Re: Extension of Employment Period Date: June \_\_\_, 2015

The Board of Directors of BankFinancial, F.S.B. (the "Bank") and its Human Resources Committee have completed their annual review of your Employment Agreement with the Bank dated \_\_\_\_\_\_, and have determined to offer to extend the term of the "Employment Period" as referenced in Section 2(a) of your Employment Agreement to \_\_\_\_\_.

If you are agreeable to amending your Employment Agreement as provided above, please sign and date this document in the space indicated below and return it to me by no later than \_\_\_\_\_.

If you do not sign and return this document to me by such date, the term of your Employment Period and the Anniversary Date applicable to your Employment Agreement will remain unchanged.

Name:

Signature:

Date:

\_;

#### FORM OF EXTENSION OF TERM OF EMPLOYMENT PERIOD

#### MEMORANDUM

To: John G. Manos From: Patricia Smith Lawler, EVP/Human Resources Division Re: Extension of Employment Period Date: June \_\_, 2015

The Board of Directors of BankFinancial, F.S.B. (the "Bank") and its Human Resources Committee have completed their annual review of your Employment Agreement with the Bank dated \_\_\_\_\_\_, and have determined to offer to amend your Employment Agreement as follows:

- to extend the term of the "Employment Period" as referenced in Section 2(a) of your Employment Agreement to \_\_\_\_\_\_
- all references to Regional President in the Employment Agreement are hereby changed to be references to President Commercial Real Estate Lending Division; and
- to add the following language to the end of Section 8(f) of your Employment Agreement: "The Non-Solicitation Period shall be reduced from eighteen (18) months to six (6) months, but only with respect to the restrictions set forth in Subsection (b)(i) and Subsection (b)(iii) of Section 8 of this Agreement (and the prohibitions contained in Subsection (b)(viii) of Section 8 against aiding, abetting, inducing or conspiring with others to violate those restrictions), if Executive resigns his employment Without Cause more than six (6) months following the occurrence of a Change of Control. The term "Change of Control" shall have the meaning provided in BankFinancial Corporation's 2006 Equity Incentive Plan, as amended from time to time.

If you are agreeable to amending your Employment Agreement as provided above, please sign and date this document in the space indicated below and return it to me by no later than \_\_\_\_\_\_.

If you do not sign and return this document to me by such date, the term of your Employment Period and the Anniversary Date applicable to your Employment Agreement will remain unchanged.

Name: \_\_\_\_\_\_Signature: \_\_\_\_\_\_

Date: