

DARDEN JANE W
Form 4
April 29, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DARDEN JANE W

(Last) (First) (Middle)

1233 O.G. SKINNER DRIVE

(Street)

WEST POINT, GA 31833

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Charter Financial Corp [CHFN]

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

04/25/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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 Beneficial Ownership (Instr. 4)
Common Stock	04/25/2011		G	V 600 D \$ 0	19,758	D	
Common Stock					5,000	I	By Spouse
Common Stock					5,325	I	As Trustee for Trust
Common Stock					300	I	By Stock Award I ⁽¹⁾
Common Stock					500	I	By Stock Award II ⁽²⁾

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

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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 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)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 11					01/27/2014	01/27/2019	Common Stock	11,000 ⁽³⁾
Stock Option	\$ 10.2					06/22/2015	06/22/2020	Common Stock	5,000 ⁽⁴⁾

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DARDEN JANE W 1233 O.G. SKINNER DRIVE WEST POINT, GA 31833	X

Signatures

/s/ Jane W.
Darden

04/27/2011

**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 granted to the reporting person on July 27, 2004 under the Charter Financial Corporation 2001 Recognition and Retention Plan. 100, 100 and 100 restricted stock awards will vest on July 27, 2011, July 27, 2012 and Jul 27, 2013, respectively.
- (2) Restricted stock award of 500 shares granted to the reporting person on June 22, 2010 under the Charter Financial Corporation 2001 Recognition and Retention Plan. This award will vest on June 22, 2011.

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- (3) Options granted under the 2001 Charter Financial Corporation Stock Option Plan, which vest in five equal annual installments commencing on January 27, 2014.
- (4) Options granted under the 2001 Charter Financial Corporation Stock Option Plan, which vest in five equal annual installments commencing on June 22, 2015.

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.