

TF FINANCIAL CORP  
Form 8-K  
October 29, 2009  
UNITED STATES

**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): October 28, 2009

**TF FINANCIAL CORPORATION**

(Exact name of Registrant as specified in its Charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**0-24168**  
(Commission  
File Number)

**74-2705050**  
(IRS Employer  
Identification No.)

**3 Penns Trail, Newtown, Pennsylvania**  
(Address of principal executive offices)

**18940**  
(Zip Code)

Registrant's telephone number, including area code: **(215) 579-4000**

**Not Applicable**

(Former name or former address, if changed since last Report)

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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:

- Written communications pursuant to Rule 425 under the Securities Act
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act
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**TF FINANCIAL CORPORATION**

**INFORMATION TO BE INCLUDED IN THE REPORT**

**Section 5 – Corporate Governance and Management**

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On October 28, 2009, the Registrant’s Board of Directors amended Article III, Section 2, of the Registrant’s bylaws to decrease the size of the board by one. The vacancy on the Board of Directors was caused by the death of one of the Registrant’s directors. A copy of Article III, Section 2, of the Registrant’s bylaws, as amended, is filed with this Form 8-K as an exhibit.

**Section 9 – Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

Exhibit 3.2 – Article III, Section 2, of the Bylaws of TF Financial Corporation, as amended

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**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.

**TF FINANCIAL CORPORATION**

Date: October 28, 2009  
Dennis R. Stewart

By:

/s/Dennis R. Stewart

Executive Vice President and

Chief Financial Officer

(Duly Authorized Representative)