

THOMPSON JEANNE R
 Form 4
 June 30, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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 *
 THOMPSON JEANNE R

2. Issuer Name and Ticker or Trading Symbol
 Kaiser Federal Financial Group, Inc.
 [KFFG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 1359 N. GRAND AVENUE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 06/28/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Chief Admin. Officer of Sub.

COVINA, CA 91724

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---------------------------|---|--|-----------------------------------|
| | | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 06/28/2011 | | A | V | 2,000 (4) | A \$ 0 3,219 | D | |
| Common Stock | | | | | | 10,194 | I | By ESOP |
| Common Stock | | | | | | 843 | I | By Spouse |
| Common Stock | | | | | | 6,042 (1) | I | By Trust |
| Common Stock | | | | | | 9,504 (5) | I | By 401(k) |

Edgar Filing: THOMPSON JEANNE R - Form 4

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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 Amount of Derivative Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|
| Stock Options | \$ 10.8424 | | | | | 01/30/2010 01/30/2019 | Common Stock | 10,791 <u>(2)</u> |
| Stock Options | \$ 20.1557 | | | | | 11/16/2005 11/16/2014 | Common Stock | 15,826 <u>(3)</u> |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| THOMPSON JEANNE R 1359 N. GRAND AVENUE COVINA, CA 91724 | | | Chief Admin. Officer of Sub. | |

Signatures

/s/ Richard S. Garabedian, Pursuant to Power of Attorney
06/30/2011

**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) 5,035 shares previously held in direct ownership have been transferred to the trust.
- (2) Stock options vest at a rate of 20% per year over a period ending on January 30, 2014.
- (3) Stock options are fully vested.

Edgar Filing: THOMPSON JEANNE R - Form 4

- (4) Shares of restricted stock vest at a rate of 20% per year over a period ending on June 28, 2016.
- (5) Reflects transactions not required to be reported pursuant to Section 16 of the Securities Exchange Act of 1934, as amended.

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.