

GUARANTY FEDERAL BANCSHARES INC

Form 4

October 31, 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 \*  
BARHAM JACK L

2. Issuer Name and Ticker or Trading Symbol  
GUARANTY FEDERAL BANCSHARES INC [GFED]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
10/27/2006

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

1615 E CAMINO ALTO

(Street)

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

SPRINGFIELD, MO 65804

(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	10/27/2006		M		4,604	A	\$ 13.44
Common Stock	10/27/2006		M		1,698	A	\$ 13.44
Common Stock	10/27/2006		S		100	D	\$ 28.37
Common Stock	10/27/2006		S		2,100	D	\$ 28.21
Common Stock	10/27/2006		S		99	D	\$ 28.03

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Common Stock	10/27/2006	S	100	D	\$ 28.01	0	D	
Common Stock	10/27/2006	S	3,903	D	\$ 28	0	D	
Common Stock	10/30/2006	S	200	D	\$ 28.5	2,792	I	IRA SELF
Common Stock	10/30/2006	S	100	D	\$ 28.5	2,992	I	IRA SPOUSE
Common Stock						13,212	I	COTTEE SELF
Common Stock						2,276	I	COTTEE SPOUSE
Common Stock						6,000	I	Trustee for Spouse
Common Stock						6,000	I	Trustee for self

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

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(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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option Right to Buy Common Stock	\$ 13.44	10/27/2006		M	1,698	07/22/2003 07/22/2008	Common Stock	0	
Option Right to Buy	\$ 13.44	10/27/2006		M	4,604	07/22/2003 07/22/2008	Common Stock	12,600	

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARHAM JACK L 1615 E CAMINO ALTO SPRINGFIELD, MO 65804		X		

## Signatures

Jack L Barham                      10/30/2006

\_\_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).

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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