



**Edgar Filing: NORWOOD FINANCIAL CORP - Form 4**

(Check all applicable)

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

Senior Vice President  
 -----

7. Individual or Joint/Group Filings  
 (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 (mm/dd/yy)	2A. Deemed Execution Date, if any (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- Amount or Price (A) or (D)			5. Amount Secur Benef Owned Follo Repor Trans (Inst and
Common	01/28/03		P	45	A	\$31.24	2,18

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly by the reporting person.  
 \*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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 1

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned  
 (e.g., puts, calls, warrants, options, convertible securities)



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