

Bankwell Financial Group, Inc.  
 Form 4  
 December 11, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL  
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**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 \*  
**Drexler Blake S**  
  
 (Last) (First) (Middle)  
**C/O BANKWELL FINANCIAL GROUP, INC., 220 ELM STREET**  
 (Street)  
**NEW CANAAN, CT 06840**  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Bankwell Financial Group, Inc. [BWFG]**

3. Date of Earliest Transaction (Month/Day/Year)  
**12/09/2014**

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)  
**Executive Chairman**

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock					98,772	D	
Common Stock <sup>(1)</sup>					3,500	D	
Common Stock					44,984	I	Held as Trustee
Common Stock					13,500	I	Deferred Compensation Plan
					4,000	D	

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Common  
Stock

Common  
Stock

4,397

I

Deferred  
Compensation  
Plan

Common  
Stock <sup>(2)</sup>

12/09/2014

A

30,000

A

\$ 0

30,000

D

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.**

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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)	8. Price or Deriv Secur (Instr. 3)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		
Stock Options <sup>(3)</sup>	\$ 14.5					03/01/2005	03/01/2015	Common Stock	415
Stock Options <sup>(3)</sup>	\$ 15.5					12/22/2005	12/22/2015	Common Stock	950
Stock Options <sup>(4)</sup>	\$ 17.5					12/13/2006	12/13/2016	Common Stock	3,050
Stock Options <sup>(5)</sup>	\$ 20.7					12/12/2007	12/12/2017	Common Stock	2,788

