

HAMM DAVID H  
Form 4  
January 04, 2007

**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 \*  
HAMM DAVID H

2. Issuer Name and Ticker or Trading Symbol  
FINANCIAL FEDERAL CORP  
[FIF]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
733 THIRD AVENUE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
01/02/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
VP, Controller & Treasurer

NEW YORK, NY 10017

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
| Common Stock                    | 01/02/2007                           |  | M                              | A   | \$ 15.733   | 62,814   | D   |
| Common Stock                    | 01/03/2007                           |  | S                              | D   | \$ 29.305   | 57,914   | D   |
| Common Stock                    | 01/04/2007                           |  | S                              | D   | \$ 29.072   | 51,614   | D   |
| Common Stock                    | 01/04/2007                           |  | M                              | A   | \$ 15.733   | 57,949   | D   |
| Common Stock                    | 01/04/2007                           |  | M                              | A   | \$ 17.4   | 59,269   | D   |

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Common Stock 900 I By Spouse

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

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**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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Incentive Stock Options (right to buy)     | \$ 15.733  | 01/02/2007                           |  | M                              | 6,300   | 04/24/2003 <sup>(1)</sup> 04/24/2007                     | Common Stock  | 6,300                      |
| Incentive Stock Options (right to buy)     | \$ 15.733  | 01/04/2007                           |  | M                              | 6,335   | 04/24/2003 <sup>(1)</sup> 04/24/2007                     | Common Stock  | 6,335                      |
| Incentive Stock Options (right to buy)     | \$ 17.4  | 01/04/2007                           |  | M                              | 1,320   | 07/24/2004 <sup>(2)</sup> 07/24/2008                     | Common Stock  | 1,320                      |

## Reporting Owners

| Reporting Owner Name / Address                         | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| HAMM DAVID H<br>733 THIRD AVENUE<br>NEW YORK, NY 10017 |               |           | VP, Controller & Treasurer |       |

## Signatures

/s/ Hamm,  
David

01/04/2007

\_\_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) 25% exercisable on 4/24/2003, 4/24/2004, 4/24/2005 and 4/24/2006

(2) 25% exercisable on 7/24/2004, 7/24/2005, 7/24/2006 and 7/24/2007

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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