Section 1: S-8 (S-8)

As Filed with the Securities and Exchange Commission on

Registration No. 33-

---

TCF FINANCIAL CORPORATION
(Exact name of registrant as specified in its charter)

DELAWARE
(State or other jurisdiction of incorporation or organization)

41-1591444
(I.R.S. Employer Identification No.)

200 LAKE STREET EAST, MAILCODE EX0-03-A, WAYZATA, MN 55391-1693
(Address of principal executive offices, including Zip Code)

TCF FINANCIAL 1995 INCENTIVE STOCK PROGRAM
(Full Title of Plan)

DIANE O. STOCKMAN
GENERAL COUNSEL FOR CORPORATE AFFAIRS
TCF FINANCIAL CORPORATION
200 LAKE STREET EAST, MAILCODE EX0-03-A
WAYZATA, MN 55391-1693
(Name and address of agent for service)

(952) 475-7054
(Telephone number, including area code, or agent for service)

Approximate date of commencement of proposed sale:
FROM TIME TO TIME AFTER THE EFFECTIVE DATE OF THIS REGISTRATION STATEMENT

CALCULATION OF REGISTRATION FEE

<table>
<thead>
<tr>
<th>TITLE OF SECURITIES TO BE REGISTERED</th>
<th>AMOUNT TO BE REGISTERED</th>
<th>PROPOSED MAXIMUM OFFERING PRICE PER SHARE</th>
<th>PROPOSED MAXIMUM AGGREGATE OFFERING PRICE</th>
<th>AMOUNT OF REGISTRATION FEE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common stock, $.01 par value(1)</td>
<td>2,500,000 shares(2)</td>
<td>$41.945(3)</td>
<td>$104,862,500(3)</td>
<td>$26,216</td>
</tr>
</tbody>
</table>

(1) Includes Preferred Share Purchase Rights to purchase Series A Junior Participating Preferred Stock which currently are not separable from the common stock and are not exercisable.

(2) The number of shares registered represents the number of additional shares authorized by the board of directors and approved by shareholders on May 10, 2000.
Pursuant to Rule 457(c), the per share price is estimated, solely for the purpose of determining the registration fee, based upon the average of the high and low prices for such TCF common stock, par value $.01, reported on the New York Stock Exchange on June 8, 2001 of $41.945.

STATEMENT OF INCORPORATION

Pursuant to Instruction E, the contents of Registration No. 33-63767 filed on October 27, 1995, for the TCF Financial 1995 Incentive Stock Plan are hereby incorporated by reference.

EXHIBITS

<table>
<thead>
<tr>
<th>Exhibit Number</th>
<th>Description</th>
<th>Page</th>
</tr>
</thead>
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<td>Opinion of Diane O. Stockman, General Counsel for Corporate Affairs of TCF Financial Corporation as to the legality of TCF Common Stock</td>
<td>5</td>
</tr>
<tr>
<td>23</td>
<td>Consent of KPMG LLP</td>
<td>6</td>
</tr>
<tr>
<td>24</td>
<td>Power of Attorney</td>
<td>7</td>
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</tbody>
</table>

SIGNATURES

The Registrant. Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Wayzata, State of Minnesota on June 11, 2001.

TCF FINANCIAL CORPORATION

By: /s/ WILLIAM A. COOPER

William A. Cooper
Chairman of the Board and Chief Executive Officer

By: /s/ NEIL W. BROWN

Neil W. Brown
Chief Financial Officer, Treasurer and Executive Vice President (Chief Financial Officer)

Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

* Thomas A. Cusick, Vice Chairman of the Board, Chief Operating Officer and Director

* Lynn A. Nagorske, President and Director
## TCF Financial Corporation and Subsidiaries

### Index to Exhibits for Form S-8

<table>
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### Section 2: EX-5 (Exhibit 5)

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June 11, 2001

Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street NW
Washington, DC 20549

RE: TCF FINANCIAL 1995 INCENTIVE STOCK PROGRAM

Ladies and Gentlemen:

This opinion is furnished in connection with the Registration Statement on Form S-8 (the "Registration Statement") filed with the Securities and Exchange Commission by TCF Financial Corporation (the "Company") covering 2,500,000 shares of common stock par value $.01 (the "Common Stock"), reserved for issuance under the Company's 1995 Incentive Stock Program (the "Plan").

I am a Vice President and the General Counsel for Corporate Affairs for the Company. As such, I have examined the Company's Articles of Incorporation, Bylaws and such other corporate records and documents as I have considered relevant and necessary for the purpose of this opinion. I have participated in the preparation and filing of the Registration Statement. I am familiar with the proceedings taken by the Company with respect to the authorization and proposed issuance of shares of Common Stock pursuant to the Plan as contemplated by the Registration Statement.

Based on the foregoing, I am of the opinion that:

1. The Company has been duly incorporated and is validly existing and in good standing under the laws of the State of Delaware.

2. The Company has corporate authority to issue the shares of Common Stock covered by the Registration Statement.

3. The 2,500,000 shares of Common Stock proposed to be issued under the Plan described in the Registration Statement will, when sold and paid for, be duly and validly issued, fully paid and non-assessable.

Sincerely,

TCF FINANCIAL CORPORATION

By: /s/ DIANE O. STOCKMAN

Diane O. Stockman
Vice President and General Counsel
for Corporate Affairs

Section 3: EX-23 (EXHIBIT 23)

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[TCF FINANCIAL CORPORATION LETTERHEAD] June 11, 2001
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CONSENT OF INDEPENDENT PUBLIC ACCOUNTANTS

The Board of Directors
TCF Financial Corporation:

We consent to the use of our report incorporated herein by reference in the Registration Statement filed on Form S-8 of TCF Financial Corporation of our report dated January 17, 2001.

/s/ KPMG LLP

Minneapolis, Minnesota
June 11, 2001

Section 4: EX-24 (EXHIBIT 24)

POWER OF ATTORNEY

I, the undersigned Director/Officer of TCF Financial Corporation, a Delaware corporation, do hereby name, constitute and appoint Neil W. Brown and Gregory J. Pulles, and each of them, my agent and attorney-in-fact, for me and in my behalf as a Director/Officer of TCF Financial Corporation to sign and execute a Registration Statement on Form S-8, any pre-effective amendments thereto and any post-effective amendments thereto, relating to the registration with the Securities and Exchange Commission of 2,500,000 shares of Common Stock, par value $.01 per share, of TCF Financial Corporation to be issued in connection with the TCF Financial 1995 Incentive Stock Program.

Executed this 30th day of April, 2001.

/s/ WILLIAM A. COOPER
William A. Cooper, Chairman of the Board, Chief Executive Officer and Director

/s/ THOMAS A. CUSICK
Thomas A. Cusick, Vice Chairman of the Board, Chief Operating Officer and Director

/s/ LYNN A. NAGORSKE
Lynn A. Nagorske, President and Director

/s/ WILLIAM F. BIEBER
William F. Bieber, Director

/s/ JOHN M. EGEMEYER III

/s/ RODNEY P. BURWELL
Rodney P. Burwell, Director

/s/ ROBERT E. EVANS
<table>
<thead>
<tr>
<th>Name</th>
<th>Signature</th>
</tr>
</thead>
<tbody>
<tr>
<td>John M. Eggemeyer III</td>
<td>/s/ Luella G. Goldberg</td>
</tr>
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<td></td>
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</tr>
<tr>
<td>Luella G. Goldberg</td>
<td>/s/ George G. Johnson</td>
</tr>
<tr>
<td>Thomas J. McGough</td>
<td>/s/ Richard F. McNamara</td>
</tr>
<tr>
<td>Gerald A. Schwalbach</td>
<td>/s/ Ralph Strangis</td>
</tr>
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