

CAPITOL FEDERAL FINANCIAL

Form 4

February 27, 2006

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DICUS JOHN B

2. Issuer Name **and** Ticker or Trading
Symbol

CAPITOL FEDERAL FINANCIAL
[cffn]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

700 SOUTH KANSAS AVENUE

(Street)

TOPEKA, KS 66603

(City) (State) (Zip)

3. Date of Earliest Transaction
(Month/Day/Year)
02/24/2006

4. If Amendment, Date Original
Filed(Month/Day/Year)

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President and CEO

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)
CFFN Common Stock	02/24/2006		M	60,000	A \$ 9.22 489,873	D	
CFFN Common Stock	02/24/2006		F	11,500	D \$ 32.785 478,373	D	
CFFN Common Stock	02/24/2006		F	11,379	D \$ 32.73 466,994	D	
CFFN Common					14,040	I	ESOP

Stock

CFFN Common Stock	1,000	I	By Custodian for Daughter One
CFFN Common Stock	1,000	I	By Custodian for Daughter Two
CFFN Common Stock	1,000	I	By Custodian for Daughter Three
CFFN Common Stock	100	I	By Spouse for Daughter One
CFFN Common Stock	100	I	By Spouse for Daughter Two
CFFN Common Stock	100	I	By Spouse for Daughter Three

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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number

CFFN Non-Qualified Stock Option 04/18/2000	\$ 9.22	02/24/2006	M	60,000	(1)	04/18/2015	CFFN Common Stock	60,0
CFFN Phantom Stock 2004	\$ 36.07				(2)	01/25/2007	CFFN Common Stock	23
CFFN Common Stock 2006	\$ 32.94				(2)	01/25/2009	CFFN Common Stock	3,7

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICUS JOHN B 700 SOUTH KANSAS AVENUE TOPEKA, KS 66603	X		President and CEO	

Signatures

James D. Wempe, Power of
Attorney

02/27/2006

__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).

- (1) A total of 94,155 options vested on each of the following dates; April 18, 2000, April 18, 2001, April 18, 2002, April 18, 2003 and April 18, 2004.
- (2) Phantom stock units were acquired under the Company's Deferred Incentive Bonus Plan. The units are deemed sold and settled in cash three years from date of acquisition.

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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