

SVB FINANCIAL GROUP
Form 4
November 04, 2013

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 *
Wallace Bruce

(Last) (First) (Middle)

SVB FINANCIAL GROUP, 3005
TASMAN DRIVE

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

SVB FINANCIAL GROUP [SIVB]

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

10/31/2013

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)

Chief Operating Officer

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 10/31/2013 | | M | | 1,500 | A | \$ 60.37 |
| Common Stock | 10/31/2013 | | M | | 500 | A | \$ 42.97 |
| Common Stock | 10/31/2013 | | M | | 950 | A | \$ 49.18 |
| Common Stock | 10/31/2013 | | S | | 1,500 | D | \$ 96.1813 <u>(1)</u> |
| Common Stock | 10/31/2013 | | S | | 500 | D | \$ 96.25 |

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| | | | | | | | | |
|--------|------------|--|---|-----|----|---------|-------|---|
| Common | | | | | \$ | | | |
| Stock | 10/31/2013 | | S | 950 | D | 96.1968 | 3,846 | D |
| | | | | | | (2) | | |

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.

SEC 1474
(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option | \$ 60.37 | 10/31/2013 | | M | 1,500 | 04/27/2012 04/27/2018 | Common Stock | 1,500 |
| Stock Option | \$ 42.97 | 10/31/2013 | | M | 500 | 04/07/2009 04/07/2015 | Common Stock | 500 |
| Stock Option | \$ 49.18 | 10/31/2013 | | M | 950 | 04/30/2011 04/30/2017 | Common Stock | 950 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|---|
| | Director 10% Owner Officer Other |
| Wallace Bruce SVB FINANCIAL GROUP 3005 TASMAN DRIVE SANTA CLARA, CA 95054 | Chief Operating Officer |

Signatures

| | |
|---|------------|
| Denise West, Attorney-in-Fact for Bruce Wallace | 11/04/2013 |
|---|------------|

**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) The 1,500 shares were sold through separate trades, with the sale prices ranging from \$96.17 to \$96.19 and at a weighted average sale price of \$96.1813.
- (2) The 950 shares were sold through separate trades, with the sale prices ranging from \$96.19 to \$96.205 and at a weighted average sale price of \$96.1968.

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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