Edgar Filing: SVB FINANCIAL GROUP - Form 4

Washington, D.C. 20549NCheck this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIESE E b reFiled 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 SectionF									OMB Number: Expires: Estimated burden ho response	urs per	
<i>See</i> Instruction 30(h) of the Investment Company Act of 1940 1(b).											
(Print or Type	e Responses)										
BECKER GREGORY W Symbo								5. Relationship of Reporting Person(s) to Issuer			
				FINANCIAL GROUP [SIVB] of Earliest Transaction				(Check all applicable)			
				/Day/Year) 2015				Director 10% Owner _XOfficer (give title Other (specify below) President and CEO			
Filed(M				Amendment, Date Original (Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
SANTA CLARA, CA 95054 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1.Title of Security (Instr. 3)		action Date 2A. Deemed				ties A sed of	cquired (A) (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code V		(D)	Price	(Instr. 3 and 4)	_	Revocable	
Stock	12/30/2015			М	3,106	А	\$ 60.37	47,911	Ι	Trust	
Common Stock	12/30/2015			М	8,589	А	\$ 64.37	56,500	Ι	Revocable Trust	
Common Stock	12/30/2015			М	2,772	А	\$ 71.11	59,272	Ι	Revocable Trust	
Common Stock	12/30/2015			S	2,600	D	\$ 120.7444 (1)	56,672	Ι	Revocable Trust	
Common Stock	12/30/2015			S	506	D	\$ 121.654 (2)	⁴ 56,166	Ι	Revocable Trust	

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Common Stock	12/30/2015	S	6,528	D	\$ 120.4589 (3)	49,638	I	Revocable Trust
Common Stock	12/30/2015	S	1,861	D	\$ 121.2537 (4)	47,777	I	Revocable Trust
Common Stock	12/30/2015	S	200	D	\$ 122.69 (5)	47,577	Ι	Revocable Trust
Common Stock	12/30/2015	S	2,226	D	\$ 121.0435 <u>(6)</u>	45,351	Ι	Revocable Trust
Common Stock	12/30/2015	S	546	D	\$ 121.8898 (7)	44,805	Ι	Revocable Trust
Common Stock						3,527	Ι	By 401(k)/ESOP

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. Transactic Code (Instr. 8)	5. Number on f Derivativ 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. D S (I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 60.37	12/30/2015		М	3,100	5 04/27/2012	04/27/2018	Common Stock	3,106	
Stock Option	\$ 64.37	12/30/2015		М	8,589	0 05/01/2013	05/01/2019	Common Stock	8,589	
Stock Option	\$ 71.11	12/30/2015		М	2,772	2 04/30/2014	04/30/2020	Common Stock	2,772	•

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
BECKER GREGORY W SVB FINANCIAL GROUP 3005 TASMAN DRIVE SANTA CLARA, CA 95054			President and CEO					
Signatures								
Denise West, Attorney-in-Fact Becker	for Grego	ory	01/04/2016					
<u>**</u> Signature of Reporting Per	son		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 2,600 shares were sold through separate trades, with the sale prices ranging from 120.39 to 121.11 and at a weighted average sale price of 120.7444.
- (2) The 506 shares were sold through separate trades, with the sale prices ranging from 121.39 to 121.82 and at a weighted average sale price of 121.654.
- $(3) \quad \begin{array}{l} \text{The 6,528 shares were sold through separate trades, with the sale prices ranging from $120.00 to $120.995 and at a weighted average sale price of $120.4589. \end{array}$
- (4) The 1,861 shares were sold through separate trades, with the sale prices ranging from 121.00 to 121.82 and at a weighted average sale price of 121.2537.
- (5) The 200 shares were sold through separate trades, with the sale prices ranging from 122.385 to 122.995 and at a weighted average sale price of 122.69.
- (6) The 2,226 shares were sold through separate trades, with the sale prices ranging from 120.72 to 121.60 and at a weighted average sale price of 121.0435.
- (7) The 546 shares were sold through separate trades, with the sale prices ranging from 121.82 to 122.34 and at a weighted average sale price of 121.8898.

Remarks:

All transactions reported in this Form 4 were affected pursuant to a Rule 10b5-1 trading plan entered into by the reporting personal sector of the sector of

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.