Jackson Rick C Form 4 January 04, 2013

FORM 4

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

OMB 3235-0287 Number:

Check this box if no longer subject to

January 31, Expires: 2005

OMB APPROVAL

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** Section 16. Form 4 or

Estimated average burden hours per response...

Form 5 obligations may continue. See Instruction

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

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1(b). (Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Jackson Rick C Issuer Symbol Capitol Federal Financial Inc (Check all applicable) [CFFN] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner Other (specify X_ Officer (give title (Month/Day/Year) below) **CAPITOL FEDERAL** 12/31/2012 **Executive Vice President** FINANCIAL, 700 SOUTH KANSAS AVENUE, SUITE 517 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting **TOPEKA, KS 66603** Person (City) (State) (Zin)

(City)	(State)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Own							
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction(A) or D		(A) or		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	12/31/2012		M	249	A	\$ 13.89	83,002	D	
CFFN common stock	12/31/2012		D	249	D	\$ 11.69	82,753	D	
CFFN common stock							34,079	I	ESOP

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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. Transactic Code (Instr. 8)	Securitie	ve es d (A) osed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and An of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	A or N
CFFN phantom stock 2010	\$ 13.89	12/31/2012		M		249	12/31/2012	12/31/2012	CFFN common stock	
CFFN phantom stock 2011	\$ 11.91						12/31/2013	12/31/2013	CFFN common stock	
CFFN phantom stock 2012	\$ 11.54						12/31/2014	12/31/2014	CFFN common stock	
CFFN phantom stock 2013	\$ 11.69	12/31/2012	12/31/2012	A	4,028		12/31/2015(1)	12/31/2015	CFFN common stock	4
CFFN Incentive Stock Option	\$ 11.91						<u>(2)</u>	05/14/2022	CFFN common stock	3
CFFN Non-qualified Stock Option	\$ 11.91						<u>(3)</u>	05/14/2027	CFFN common stock	1
CFFN Incentive Stock Option	\$ 14.43						<u>(4)</u>	01/26/2020	CFFN common stock	3
CFFN Non-qualified Stock Option	\$ 14.43						<u>(4)</u>	01/26/2025	CFFN common stock	5

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Jackson Rick C CAPITOL FEDERAL FINANCIAL 700 SOUTH KANSAS AVENUE, SUITE 517 TOPEKA, KS 66603

Executive Vice President

Signatures

James D. Wempe, Power of Attorney

01/04/2013

**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) 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.
- (2) 8,396 shares vest on January 10, 2013, January 10, 2014, January 10, 2015 and January 10, 2016.
- (3) 4,354 options vest on January 10, 2013, January 10, 2014, January 10, 2015 and January 10, 2016.
- (4) Options vested or will vest on January 26, 2010, January 26, 2011, January 26, 2012, January 26, 2013 and January 26, 2014.

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.

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