### Edgar Filing: SVB FINANCIAL GROUP - Form 4

#### SVB FINANCIAL GROUP

Form 4

December 18, 2015

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

**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

1(b).

(Print or Type Responses)

1. Name and Add BECKER GR	*	_	2. Issuer Name <b>and</b> Ticker or Trading Symbol SVB FINANCIAL GROUP [SIVB]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)			
(Last)	(First) (Middle) 3. Date of Earlies		3. Date of Earliest Transaction	(Check all applicable)			
SVB FINANCIAL GROUP, 3005 TASMAN DRIVE			(Month/Day/Year) 06/30/2015	Director 10% Owner _X Officer (give title Other (specify below)  President and CEO			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Chec			
SANTA CLA	RA, CA 95	054	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reportin Person			

(City)	(State)	(Zip) Tal	on-	Derivativ	ed, 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)	Code (Instr. 8		4. Security on Dispose (Instr. 3,	ed of	` ′	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)
Common Stock	06/30/2015		0000	•	217 <u>(1)</u>	` ′	\$ 97.861	37,633	I	Revocable Trust
Common Stock	12/16/2015		M		7,000	A	\$ 60.37	44,633	I	Revocable Trust
Common Stock	12/16/2015		S		7,000	D	\$ 125.0671 (2)	37,633	I	Revocable Trust
Common Stock								3,527 <u>(3)</u>	I	By 401(k)/ESOP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transactio 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 E S (I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 60.37	12/16/2015		M	7,000	04/27/2012	04/27/2018	Common Stock	7,000	

## **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 for Gregory Becker

12/18/2015

\*\*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) These shares were acquired under the Issuer's Employee Stock Purchase Plan in transactions that were exempt under both Rule 16b-3(d) and Rule 16b-3(c).
- (2) The 7,000 shares were sold through separate trades, with the sale prices ranging from \$125.00 to \$125.22 and at a weighted average sale price of \$125.0671.
- (3) The information in this report is based on 401(k)/ESOP Plan statement dated as of September 30, 2015.

#### **Remarks:**

Reporting Owners 2

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All 12-16-2015 transactions reported in this Form 4 were affected pursuant to a Rule 10b5-1 trading plan entered into by the renotes 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.