

Capitol Federal Financial Inc  
Form 4  
January 02, 2015

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

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

(Last) (First) (Middle)

**C/O CAPITOL FEDERAL  
FINANCIAL, 700 SOUTH  
KANSAS AVENUE**

(Street)

**TOPEKA, KS 66603**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
**Capitol Federal Financial Inc  
[CFFN]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**12/31/2014**

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)  
**Chairman and President**

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| CFFN<br>common<br>stock               | 12/31/2014                              |                                                             | M                                    |                                                                         | 12,998                                                                                                             | A                                                                    | \$<br>11.54<br>(1)                                                |
| CFFN<br>common<br>stock               | 12/31/2014                              |                                                             | D                                    |                                                                         | 12,998                                                                                                             | D                                                                    | \$<br>12.78<br>(1)                                                |
| CFFN<br>common<br>stock               |                                         |                                                             |                                      |                                                                         | 226                                                                                                                | I                                                                    | By spouse<br>custodian<br>for child 1                             |

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|                         |        |   |                                       |
|-------------------------|--------|---|---------------------------------------|
| CFFN<br>common<br>stock | 226    | I | By spouse<br>custodian<br>for child 2 |
| CFFN<br>common<br>stock | 226    | I | By spouse<br>custodian<br>for child 3 |
| CFFN<br>common<br>stock | 77,288 | I | ESOP                                  |
| CFFN<br>common<br>stock | 6,723  | I | By<br>custodian<br>for child 1        |
| CFFN<br>common<br>stock | 6,791  | I | By<br>custodian<br>for child 2        |
| CFFN<br>common<br>stock | 6,791  | I | By<br>custodian<br>for child 3        |

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<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |        | 7. Title and A<br>Underlying S<br>(Instr. 3 and 4) |                    |                         |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|--------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------|----------------------------------------------------|--------------------|-------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                      | (A)                                                            | (D)    | Date<br>Exercisable                                | Expiration<br>Date | Title                   |
| CFFN<br>phantom<br>stock 2011                       | \$ 11.54                                                              | 12/31/2014                              |                                                             | M                                       |                                                                                                        |                                                                | 12,998 | <u>(2)</u>                                         | 12/31/2014         | CFFN<br>common<br>stock |
| CFFN<br>phantom<br>stock 2015                       | \$ 12.78                                                              | 12/31/2014                              |                                                             | A                                       |                                                                                                        | 11,737                                                         |        | <u>(2)</u>                                         | 12/31/2017         | CFFN<br>common<br>stock |
| CFFN<br>phantom<br>stock 2013                       | \$ 11.69                                                              |                                         |                                                             |                                         |                                                                                                        |                                                                |        | 12/31/2015                                         | 12/31/2015         | CFFN<br>common<br>stock |
|                                                     | \$ 12.11                                                              |                                         |                                                             |                                         |                                                                                                        |                                                                |        | 12/31/2016                                         | 12/31/2016         |                         |

CFFN  
phantom  
stock 2014

CFFN  
common  
stock

CFFN  
incentive \$ 11.91  
stock option

(3)

05/14/2022

CFFN  
common  
stock

CFFN  
non-qualified \$ 11.91  
stock option

(4)

05/14/2027

CFFN  
common  
stock

## Reporting Owners

| Reporting Owner Name / Address                                                               | Relationships |           |                        |       |
|----------------------------------------------------------------------------------------------|---------------|-----------|------------------------|-------|
|                                                                                              | Director      | 10% Owner | Officer                | Other |
| DICUS JOHN B<br>C/O CAPITOL FEDERAL FINANCIAL<br>700 SOUTH KANSAS AVENUE<br>TOPEKA, KS 66603 | X             |           | Chairman and President |       |

## Signatures

James D. Wempe, Power of  
Attorney

01/02/2015

\_\_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).

Transaction reflects the deemed conversion of phantom stock units previously acquired under the Issuer's Deferred Incentive Bonus Plan  
(1) into the underlying shares of common stock and the deemed simultaneous disposition of such shares in connection with the cash settlement of such phantom stock units.

(2) The phantom stock units were acquired under the Issuer's Deferred Incentive Bonus Plan and settled in cash three years from the date of acquisition.

(3) 8,396 options vested or will vest on January 10, 2013, January 10, 2014, January 10, 2015 and January 10, 2016.

(4) 25,029 options vested or will vest on January 10, 2013, January 10, 2014, January 10, 2015 and January 10, 2016.

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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