## Edgar Filing: SVB FINANCIAL GROUP - Form 4

SVB FINAN Form 4	ICIAL GROUP						
May 23, 201	4						
FORM	14					-	PPROVAL
	UNITEDS		ITIES AND EXC hington, D.C. 205		COMMISSION	OMB Number:	3235-0287
Check the if no long	ter					Expires:	January 31, 2005
subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES				NERSHIP OF	Estimated a burden hou	average	
Form 4 o						response	•
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a	) of the Public Ut	5(a) of the Securiti ility Holding Com vestment Company	pany Act o	f 1935 or Sectio	n	
(Print or Type F	Responses)						
Clapper David M Syn			Name <b>and</b> Ticker or T NANCIAL GROU	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	iddle) 3. Date of	Earliest Transaction		(Chec	ck all applicable	e)
3005 TASM	IAN DRIVE	(Month/Da 05/21/20		X Director Officer (give below)		6 Owner er (specify	
			ndment, Date Original th/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)			
SANTA CL	ARA, CA 95054				_X_ Form filed by M Form filed by M Person		
(City)	(State) (A	Zip) Table	e I - Non-Derivative S	ecurities Ac	quired, Disposed o	f, or Beneficia	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3.4. SecuritTransactionAcquiredCodeDisposed(Instr. 8)(Instr. 3, -	(A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V Amount	<ul><li>(A)</li><li>or</li><li>(D) Price</li></ul>	Transaction(s) (Instr. 3 and 4)		
Common Stock			Cour v Amount	(D) Price	13,029	D	

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.

 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. Transacti Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		(Instr. 3 and 4)		8. D Se (I
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	\$ 0	05/21/2014		А	940 (1)	04/23/2015	05/21/2021	Common Stock	940	

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
reporting of the reader that ess	Director	10% Owner	Officer	Other		
Clapper David M 3005 TASMAN DRIVE SANTA CLARA, CA 95054	Х					
Signatures						
Denise West, Attorney-in-fact t Clapper		05/23/2014				
<b>**</b> Signature of Reporting Pers		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).
- This transaction represents the reporting person's annual Director equity grant of Restricted Stock Units. This award was granted on May
   (1) 21, 2014, and is scheduled to vest upon the completion of the reporting person's 2014-2015 director term, currently expected to be on April 23, 2015 (the scheduled date of the Issuer's 2015 Annual Shareholder Meeting).

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.