

SVB FINANCIAL GROUP
Form 4
November 15, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Husain Kamran F

(Last) (First) (Middle)
3005 TASMAN DRIVE
(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
SVB FINANCIAL GROUP [SIVB]

3. Date of Earliest Transaction (Month/Day/Year)
11/10/2016

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)
Chief Accounting Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V Amount (A) or (D) Price			
Common Stock	06/30/2016		A	V 214 ⁽¹⁾ A \$ 95.16	1,187	D	
Common Stock	11/10/2016		M	308 A \$ 107.98	1,495	D	
Common Stock	11/10/2016		M	78 A \$ 49.83	1,573	D	
Common Stock	11/10/2016		M	672 A \$ 64.37	2,245	D	
Common Stock	11/10/2016		M	650 A \$ 71.11	2,895	D	

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Common Stock	11/10/2016		M	94	A	\$ 60.37	2,989	D	
Common Stock	11/10/2016		S	431	D	\$ 138.5655 <u>(2)</u>	2,558	D	
Common Stock	11/10/2016		S	756	D	\$ 138.6989 <u>(3)</u>	1,802	D	
Common Stock	11/10/2016		S	672	D	\$ 138.5654 <u>(4)</u>	1,130	D	
Common Stock	11/10/2016		S	94	D	\$ 138.47	1,036	D	
Common Stock	11/10/2016		S	650	D	\$ 138.4003 <u>(5)</u>	386	D	
Common Stock	11/10/2016		S	308	D	\$ 138.3384 <u>(6)</u>	78	D	
Common Stock	11/10/2016		S	78	D	\$ 138.29	0	D	
Common Stock	11/15/2016		M	300	A	\$ 107.98	300	D	
Common Stock	11/15/2016		S	300	D	\$ 148.62	0	D	
Common Stock							304 <u>(7)</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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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. Transaction 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. Pri Deriv Secur (Instr
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- (7) The information in this report is based on 401(k)/ESOP Plan statement dated as of September 30, 2016.
- (8) Stock options are subject to annual vesting in four equal installments on the anniversary date of the grant, 25% on each of the successive anniversary dates.

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.