

SVB FINANCIAL GROUP

Form 4

November 04, 2013

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Wallace Bruce

(Last) (First) (Middle)

SVB FINANCIAL GROUP, 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)
10/31/2013

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

Chief Operating 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	10/31/2013		M		1,500	A \$ 60.37	5,346 D
Common Stock	10/31/2013		M		500	A \$ 42.97	5,846 D
Common Stock	10/31/2013		M		950	A \$ 49.18	6,796 D
Common Stock	10/31/2013		S		1,500	D \$ 96.1813 (1)	5,296 D
Common Stock	10/31/2013		S		500	D \$ 96.25	4,796 D

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Common Stock	10/31/2013	S	950	D	\$ 96.1968 (2)	3,846	D
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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. 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. D S (I
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 60.37	10/31/2013		M	1,500	04/27/2012	04/27/2018	Common Stock	1,500
Stock Option	\$ 42.97	10/31/2013		M	500	04/07/2009	04/07/2015	Common Stock	500
Stock Option	\$ 49.18	10/31/2013		M	950	04/30/2011	04/30/2017	Common Stock	950

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Wallace Bruce SVB FINANCIAL GROUP 3005 TASMAN DRIVE SANTA CLARA, CA 95054	Chief Operating Officer

Signatures

Denise West, Attorney-in-Fact for Bruce Wallace	11/04/2013
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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) The 1,500 shares were sold through separate trades, with the sale prices ranging from \$96.17 to \$96.19 and at a weighted average sale price of \$96.1813.
- (2) The 950 shares were sold through separate trades, with the sale prices ranging from \$96.19 to \$96.205 and at a weighted average sale price of \$96.1968.

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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