Capitol Federal Financial Inc
Form 4
January 02, 2015

FORM 4

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

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

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Van Houweling Tara

(Last) (First) (Middle)

C/O CAPITOL FEDERAL FINANCIAL, 700 S. 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
__X__ Officer (give title below) _____ Other (specify below)
Principal 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			
CFFN common stock	12/31/2014		M		1,213	A	$ 11.54 (1)	21,693	D	
CFFN common stock	12/31/2014		D		1,213	D	$ 12.78 (1)	20,480	D	
CFFN common stock								27,016	I	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 Amo of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
CFFN phantom stock 2012	$ 11.54	12/31/2014		M			1,213	(2)	12/31/2014	CFFN common stock	1,
CFFN phantom stock 2013	$ 11.69							(2)	12/31/2015	CFFN common stock	1,
CFFN phnatom stock 2014	$ 12.11							(2)	12/31/2016	CFFN common stock	9
CFFN phantom stock 2015	$ 12.78	12/31/2014		A		1,018		(2)	12/31/2017	CFFN common stock	1,
CFFN Incentive Stock Option	$ 11.91							(3)	05/14/2022	CFFN common stock	33
CFFN Non-qualified Stock Option	$ 11.91							(4)	05/14/2027	CFFN common stock	6,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Van Houweling Tara C/O CAPITOL FEDERAL FINANCIAL 700 S. KANSAS AVENUE TOPEKA, KS 66603			Principal Accounting Officer	

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).

(1) Transaction reflects the deemed conversion of phantom stock units previously acquired under the Issuer's Deferred Incentive Bonus Plan 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) 1,604 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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