

Capitol Federal Financial Inc
Form 4
February 13, 2017

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

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Number: 3235-0287
Expires: January 31,
2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Haag Natalie G.

(Last) (First) (Middle)

C/O CAPITOL FEDERAL
FINANCIAL, 700 KANSAS
AVENUE

(Street)

TOPEKA, KS 66601

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/09/2017

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)
Executive Vice President

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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
CFFN common stock	02/13/2017		M		24,000	A	\$ 11.85
					64,759	D	
CFFN common stock	02/09/2017		S		17,000	D	\$ 15.1835
					47,759	D	
CFFN common stock					6,929	I	ESOP

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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 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
CFFN Non-qualified Stock Option	\$ 11.85	02/09/2017		M	7,124	<u>(1)</u> 09/25/2027	CFFN common stock 7,124
CFFN Incentive Stock Option	\$ 11.85	02/09/2017		M	16,876	<u>(1)</u> 09/25/2022	CFFN common stock 16,876
CFFN Phantom Stock	\$ 16.46					<u>(2)</u> 12/31/2019	CFFN common stock 2,690
CFFN Phantom Stock	\$ 12.56					<u>(2)</u> 12/31/2018	CFFN common stock 2,780
CFFN Phantom Stock	\$ 12.78					<u>(2)</u> 12/31/2017	CFFN common stock 2,850

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Haag Natalie G. C/O CAPITOL FEDERAL FINANCIAL 700 KANSAS AVENUE TOPEKA, KS 66601	Executive Vice President

Signatures

James D. Wempe, Power of
Attorney

02/13/2017

__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) All options were vested.

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

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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