

BECKER GREGORY W

Form 4

August 03, 2018

**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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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BECKER GREGORY W**

(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)

08/01/2018

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 \_\_\_\_ Other (specify  
below) below)

President and CEO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| Common<br>Stock                       | 06/29/2018                              |   | A                                    | V 105 <sup>(1)</sup>  | A \$ 201.773 53,841  | I   | Revocable<br>Trust  |
| Common<br>Stock                       | 08/01/2018                              |   | S                                    | 1,500 D   | \$ 308.24 52,341   | I   | Revocable<br>Trust  |
| Common<br>Stock                       | 08/01/2018                              |   | M                                    | 7,000 A   | \$ 71.11 59,341  | I   | Revocable<br>Trust  |
| Common<br>Stock                       | 08/01/2018                              |   | S                                    | 500 D   | \$ 309.978 <sup>(2)</sup> 58,841   | I   | Revocable<br>Trust  |
| Common<br>Stock                       | 08/01/2018                              |   | S                                    | 8,672 D   | \$ 311.1981 <sup>(3)</sup> 50,169  | I   | Revocable<br>Trust  |

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|                 |            |   |       |   |                       |           |   |                    |
|-----------------|------------|---|-------|---|-----------------------|-----------|---|--------------------|
| Common<br>Stock | 08/01/2018 | S | 2,200 | D | \$<br>312.1708<br>(4) | 47,969    | I | Revocable<br>Trust |
| Common<br>Stock |            |   |       |   |                       | 6,169 (5) | I | By<br>401(k)/ESOP  |

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.**

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. I               |                 |  |
|---|--|---|---|--------------------------------------|---|--|-----|---|--------------------|-----------------|--|
|   |  |   |   | Code                                 | V   | (A)  | (D) | Date<br>Exercisable   | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |
| Stock<br>Option                                     | \$ 71.11   | 08/01/2018                              |   | M                                    |   | 7,000  |     | (6)   | 04/30/2020         | Common<br>Stock | 7,000                                  |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships                    |
|--|----------------------------------|
|  | Director 10% Owner Officer Other |
| BECKER GREGORY W<br>3005 TASMAN DRIVE<br>SANTA CLARA, CA 95054 | President and CEO                |

## Signatures

Denise West, Attorney-in-Fact for Gregory  
Becker 08/03/2018

\_\_\_\_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).

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- (1) These shares were acquired under the Issuer's Employee Stock Purchase Plan in transactions that were exempt under both Rule 16b-3(d) and Rule 16b-3(c).
- (2) This transaction was executed in multiple trades at prices ranging from \$309.60 to \$310.30; the price reported above reflects the weighted average sale price.
- (3) This transaction was executed in multiple trades at prices ranging from \$310.72 to \$311.67; the price reported above reflects the weighted average sale price.
- (4) This transaction was executed in multiple trades at prices ranging from \$311.77 to \$312.76; the price reported above reflects the weighted average sale price.
- (5) The information in this report is based on 401(k)/ESOP Plan statement dated as of June 30, 2018.
- (6) 25%/4yr beginning on 30-Apr-2014.

### Remarks:

All transactions reported in this Form 4 with transaction date August 1, 2018 were effected pursuant to a Rule 10b5-1 trading plan.

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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