

Husain Kamran F
 Form 4
 May 14, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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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)
 05/10/2018

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 below) ____ Other (specify below)
 Chief Accounting Officer

6. Individual or Joint/Group Filing (Check Applicable Line)
 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	05/10/2018		M		250 A \$ 129.81	1,066	D
Common Stock	05/10/2018		M		250 A \$ 107.98	1,316	D
Common Stock	05/10/2018		M		175 A \$ 178.39	1,491	D
Common Stock	05/10/2018		M		75 A \$ 71.11	1,566	D
Common Stock	05/10/2018		M		250 A \$ 105.18	1,816	D

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Common Stock	05/10/2018	S	175	D	\$ <u>320.26</u> ⁽¹⁾	1,641	D	
Common Stock	05/10/2018	S	250	D	\$ <u>320.3552</u> ⁽²⁾	1,391	D	
Common Stock	05/10/2018	S	250	D	\$ <u>320.438</u> ⁽³⁾	1,141	D	
Common Stock	05/10/2018	S	500	D	\$ <u>320.378</u> ⁽⁴⁾	641	D	
Common Stock	05/10/2018	S	75	D	\$ 320.5	566	D	
Common Stock	05/10/2018	S	250	D	\$ <u>320.422</u> ⁽⁵⁾	316	D	
Common Stock						320	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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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)	8. Price or Amount of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 178.39	05/10/2018		M	175	<u>(6)</u>	05/02/2024	Common Stock	175
Stock Option	\$ 129.81	05/10/2018		M	250	<u>(7)</u>	05/01/2022	Common Stock	250
Stock Option	\$ 107.98	05/10/2018		M	250	<u>(8)</u>	04/29/2021	Common Stock	250
Stock	\$ 105.18	05/10/2018		M	250	<u>(9)</u>	05/02/2023	Common	250

Option									Stock	
Stock	\$ 71.11	05/10/2018	M	75	<u>(10)</u>	04/30/2020			Common	75
Option									Stock	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Husain Kamran F 3005 TASMAN DRIVE SANTA CLARA, CA 95054			Chief Accounting Officer	

Signatures

Denise West, Attorney-in-Fact for Kamran Husain
 Signature of Reporting Person
 05/14/2018
 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) This transaction was executed in multiple trades at prices ranging from \$320.26 USD to \$320.26 USD; the price reported above reflects the weighted average sale price.
- (10) 25%/4yr beginning on 30-Apr-2014.
- (2) This transaction was executed in multiple trades at prices ranging from \$320.26 USD to \$320.46 USD; the price reported above reflects the weighted average sale price.
- (3) This transaction was executed in multiple trades at prices ranging from \$320.37 USD to \$320.50 USD; the price reported above reflects the weighted average sale price.
- (4) This transaction was executed in multiple trades at prices ranging from \$320.20 USD to \$320.47 USD; the price reported above reflects the weighted average sale price.
- (5) This transaction was executed in multiple trades at prices ranging from \$320.35 USD to \$320.48 USD; the price reported above reflects the weighted average sale price.
- (6) 25%/4yr beginning on 02-May-2018.
- (7) 25%/4yr beginning on 01-May-2016.
- (8) 25%/4yr beginning on 29-Apr-2015.
- (9) 25%/4yr beginning on 02-May-2017.

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.