

WILEY J THOMAS JR

Form 4

January 03, 2019

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 *
WILEY J THOMAS JR

2. Issuer Name **and** Ticker or Trading
Symbol
STATE BANK FINANCIAL CORP
[STBZ]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
3399 PEACHTREE ROAD NE,
SUITE 1900

3. Date of Earliest Transaction
(Month/Day/Year)
12/03/2018

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chief Executive Officer

(Street)
ATLANTA, GA 30326

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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 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)
COMMON STOCK	12/03/2018		G	V 3,000	D \$ 0 285,256	D	
COMMON STOCK	01/01/2019		D	285,256	D 0	D	
COMMON STOCK	01/01/2019		D	100,000	D 0	I	Kiokee Creek Holdings, LLLP

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILEY J THOMAS JR 3399 PEACHTREE ROAD NE, SUITE 1900 ATLANTA, GA 30326	X		Chief Executive Officer	

Signatures

/s/ State Bank Financial Corporation by POA By: Matthew Roux, Financial Reporting
Manager

01/03/2019

__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) Disposed of pursuant to an agreement and plan of merger between STBZ and Cadence Bancorporation ("Cadence") in exchange for 362,560 shares of Cadence Class A common stock having a market value of \$16.78 per share as of December 31, 2018, the last trading day before the effective date of the merger, which represents an exchange ratio of 1.271 shares of Cadence Class A common stock for each share of STBZ common stock.
- (2) Disposed of pursuant to an agreement and plan of merger between STBZ and Cadence Bancorporation ("Cadence") in exchange for 127,100 shares of Cadence Class A common stock having a market value of \$16.78 per share as of December 31, 2018, the last trading day before the effective date of the merger, which represents an exchange ratio of 1.271 shares of Cadence Class A common stock for each share of STBZ common stock.

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.