

BENHAMOU ERIC
Form 4
December 05, 2017

FORM 4

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

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).

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 *
BENHAMOU ERIC

2. Issuer Name and Ticker or Trading Symbol
SVB FINANCIAL GROUP [SIVB]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
3005 TASMAN DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/01/2017

____ Director
____ Officer (give title below)
____ 10% Owner
____ Other (specify below)

SANTA CLARA, CA 95054
(City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 12/01/2017 | | S | V | Amount \$ 220.65 | 4,782 | D |
| Common Stock | 12/01/2017 | | S | V | Amount \$ 222.345 | 4,582 | D |
| Common Stock | 12/01/2017 | | S | V | Amount \$ 223.92 | 4,182 | D |
| Common Stock | 12/01/2017 | | S | V | Amount \$ 225.37 | 3,982 | D |
| Common Stock | 12/01/2017 | | S | V | Amount \$ 227.134 | 3,482 | D |

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| | | | | | (4) | | |
|--------------|------------|---|-----|---|------------|-------|---|
| Common Stock | 12/01/2017 | S | 500 | D | \$ 228.538 | 2,982 | D |
| Common Stock | 12/01/2017 | S | 100 | D | \$ 230.14 | 2,882 | D |

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 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 Owned Following Reporting 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 |
| BENHAMOU ERIC 3005 TASMAN DRIVE SANTA CLARA, CA 95054 | | | | |

Signatures

| | |
|---|------------|
| Denise West, Attorney-in-fact for Eric Benhamou | 12/05/2017 |
| **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) This transaction was executed in multiple trades at prices ranging from \$222.23 to \$222.46; the price reported above reflects the weighted average sale price.
 - (2) This transaction was executed in multiple trades at prices ranging from \$223.62 to \$224.55; the price reported above reflects the weighted average sale price.
 - (3) This transaction was executed in multiple trades at prices ranging from \$224.88 to \$225.86; the price reported above reflects the weighted average sale price.
 - (4) This transaction was executed in multiple trades at prices ranging from \$226.69 to \$227.63; the price reported above reflects the weighted average sale price.
 - (5) This transaction was executed in multiple trades at prices ranging from \$228.19 to \$229.01; the price reported above reflects the weighted average sale price.

Remarks:

All transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan entered into by the reporting person effective July 26, 2016.

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.