#### SVB FINANCIAL GROUP

Form 4

December 04, 2006

### FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

0.5 response...

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person ** WILCOX KENNETH P			2. Issuer Name <b>and</b> Ticker or Trading Symbol SVB FINANCIAL GROUP [SIVB]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
3003 TASMAN	N DRIVE		(Month/Day/Year) 12/01/2006	_X_ Director 10% Owner _X_ Officer (give title Other (specify below)  President & CEO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
SANTA CLARA, CA 95054			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tal	ole I - Non-	-Derivative	Secu	rities Acqu	ired, Disposed o	f, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	onor Dispos (Instr. 3, 4	ed of (4 and 5 (A) or	D) 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	12/01/2006		Code V $J_{(1)}$	Amount 16,500	(D)	Price \$ 47.09		D	
Common Stock	12/01/2006		<u>J(2)</u>	7,548	D	\$ 47.09	69,456	D	
Common Stock	12/01/2006		M(3)	3,787	A	\$ 26.4	73,243	D	
Common Stock	12/01/2006		S(3)	3,787	D	\$ 47.163	69,456	D	
Common Stock	12/01/2006		M(3)	2,213	A	\$ 26.4	71,669	D	

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Common Stock	12/01/2006	S(3)	2,213	D	\$ 47.163	69,456	D	
Common Stock						7,679	I	By self in 401k/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. Transactic Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ai Underlying Se (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
Incentive Stock Option (right to buy)	\$ 26.4	12/01/2006		M <u>(3)</u>	3,787	04/19/2002(4)	04/19/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 26.4	12/01/2006		M <u>(3)</u>	2,213	04/19/2002(4)	04/19/2011	Common Stock
Restricted Stock Unit	\$ 0	12/01/2006		J	16,500	12/01/2006(1)	12/01/2007	Common Stock

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
Toporous o Haor I (unite / Francess	Director	10% Owner	Officer	Other				
WILCOX KENNETH P 3003 TASMAN DRIVE SANTA CLARA, CA 95054	X		President & CEO					

## **Signatures**

By: Lisa Bertolet as attorney in fact For: Kenneth P. Wilcox 12/04/2006

\*\*Signature of Reporting Person Date

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### **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) The reporting person was granted restricted stock units (RSUs), as previously reported, which have now fully vested and been released.
- (2) The reporting person surrendered company stock to pay for taxes associated with the vesting of a previously reported restricted stock unit.
- (3) The sale reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan entered into by the reporting person as of May 10, 2005.
- (4) The option vests in four equal annual installments beginning one year from date of grant.

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.