

Fisher Mark P
Form 4
December 29, 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 *
Fisher Mark P

(Last) (First) (Middle)

ONE MONTGOMERY ST STE
3700

(Street)

SAN FRANCISCO, CA 94104

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STIFEL FINANCIAL CORP [SF]

3. Date of Earliest Transaction
(Month/Day/Year)
12/27/2017

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)
SENIOR VP & GENERAL COUNSEL

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	12/27/2017		M	308 ⁽¹⁾	\$ 0	21,677	D
Common Stock	12/27/2017		F	174	\$ 60.13	21,503	D
Common Stock	12/27/2017		M	349 ⁽²⁾	\$ 0	21,852	D
Common Stock	12/27/2017		F	197	\$ 60.13	21,655	D
Common Stock	12/27/2017		M	1,967 ⁽¹⁾	\$ 0	23,622	D

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Common Stock	12/27/2017	F	1,113	D	\$ 60.13	22,509	D
Common Stock	12/27/2017	M	204 ⁽²⁾	A	\$ 0	22,713	D
Common Stock	12/27/2017	F	115	D	\$ 60.13	22,598	D
Common Stock	12/27/2017	M	<u>5,269</u> ⁽¹⁾	A	\$ 0	27,867	D
Common Stock	12/27/2017	F	2,982	D	\$ 60.13	24,885	D
Common Stock	12/27/2017	M	<u>7,308</u> ⁽³⁾	A	\$ 0	32,193	D
Common Stock	12/27/2017	F	4,134	D	\$ 60.13	28,059	D
Common Stock	12/27/2017	M	<u>3,372</u> ⁽¹⁾	A	\$ 0	31,431	D
Common Stock	12/27/2017	F	1,908	D	\$ 60.13	29,523	D
Common Stock	12/27/2017	M	<u>1,806</u> ⁽¹⁾	A	\$ 0	31,329	D
Common Stock	12/27/2017	F	1,023	D	\$ 60.13	30,306	D

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. 3)
	\$ 0	12/27/2017		M	308	<u>(4)</u> <u>(5)</u>	Title Amount or Number of Shares	\$

Phantom Stock Units							Common Stock		
Phantom Stock Units	\$ 0	12/27/2017	M	349	(6)	(5)	Common Stock	349	\$
Phantom Stock Units	\$ 0	12/27/2017	M	1,967	(4)	(5)	Common Stock	1,967	\$
Phantom Stock Units	\$ 0	12/27/2017	M	204	(6)	(5)	Common Stock	204	\$
Phantom Stock Units	\$ 0	12/27/2017	M	5,269	(4)	(5)	Common Stock	5,269	\$
Phantom Stock Units	\$ 0	12/27/2017	M	7,308	(7)	(5)	Common Stock	7,308	\$
Phantom Stock Units	\$ 0	12/27/2017	M	3,372	(4)	(5)	Common Stock	3,372	\$
Phantom Stock Units	\$ 0	12/27/2017	M	1,806	(4)	(5)	Common Stock	1,806	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Fisher Mark P ONE MONTGOMERY ST STE 3700 SAN FRANCISCO, CA 94104			SENIOR VP & GENERAL COUNSEL	

Signatures

MARK PHILIP FISHER 12/29/2017

**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) Shares represent a grant of restricted stock which vest in 20% increments over a 5 year period from original grant date of the phantom stock unit.
- (2) Shares represent a grant of restricted stock which vest 100% five years from the original grant date of the phantom stock unit.

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- (3) Shares represent a grant of restricted stock which vest in 10% increments over a 10 year period from original grant date of the phantom stock unit.
- (4) Currently convertible. Units vest in 20% increments over a five year period from original grant date.
- (5) No expiration date for these Units.
- (6) Currently convertible. Units vest 100% five years from the original grant date.
- (7) Currently convertible. Units vest in 10% increments over ten years from the original grant date.

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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