

STIFEL FINANCIAL CORP

Form 4

February 11, 2010

**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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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MULROY THOMAS P**

(Last) (First) (Middle)

200 GARRISON FOREST ROAD

(Street)

OWINGS MILLS, MD 21117-4110

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**STIFEL FINANCIAL CORP [SF]**

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

02/09/2010

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)

Director

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           | 179,819                                                                                                            | 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  
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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)**

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |                    | 8. Pr<br>Deri<br>Secu<br>(Inst |                                        |    |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|---------------------------------------------------------------------|--------------------|--------------------------------|----------------------------------------|----|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V                                                                                                               | (A)                                                            | (D) | Date<br>Exercisable                                                 | Expiration<br>Date | Title                          | Amount<br>or<br>Number<br>of<br>Shares |    |
| Phantom<br>Stock<br>Units                           | \$ 0                                                                  | 02/09/2010                              |                                                             | A                                       |                                                                                                                 | 6,308                                                          |     | <u>(1)</u>                                                          | <u>(2)</u>         | Common<br>Stock                | 6,308                                  | \$ |
| Phantom<br>Stock<br>Units                           | \$ 0                                                                  | 02/09/2010                              |                                                             | A                                       |                                                                                                                 | 1,577                                                          |     | <u>(3)</u>                                                          | <u>(2)</u>         | Common<br>Stock                | 1,577                                  | \$ |
| Phantom<br>Stock<br>Units                           | \$ 0                                                                  | 02/09/2010                              |                                                             | A                                       |                                                                                                                 | 6,308                                                          |     | 02/09/2010                                                          | <u>(2)</u>         | Common<br>Stock                | 6,308                                  | \$ |
| Phantom<br>Stock<br>Units                           | \$ 0                                                                  | 02/09/2010                              |                                                             | A                                       |                                                                                                                 | 1,577                                                          |     | <u>(3)</u>                                                          | <u>(2)</u>         | Common<br>Stock                | 1,577                                  | \$ |
| Phantom<br>Stock<br>Units                           | \$ 0                                                                  | 02/09/2010                              |                                                             | A                                       |                                                                                                                 | 6,008                                                          |     | <u>(4)</u>                                                          | <u>(2)</u>         | Common<br>Stock                | 6,008                                  | \$ |

## Reporting Owners

| Reporting Owner Name / Address                                             | Relationships |           |          |       |
|----------------------------------------------------------------------------|---------------|-----------|----------|-------|
|                                                                            | Director      | 10% Owner | Officer  | Other |
| MULROY THOMAS P<br>200 GARRISON FOREST ROAD<br>OWINGS MILLS, MD 21117-4110 | X             |           | Director |       |

## Signatures

THOMAS  
MULROY                      02/11/2010

\_\_\_\_\_  
Signature of                      Date  
Reporting Person

## 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) Units vest in 33 1/3% increments over a three year period from the date of the grant.

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- (2) No expiration date for these Units.
- (3) Units vest 100% three years from the grant date.
- (4) Units vest in 20% increments over a five year period.

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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