

SVB FINANCIAL GROUP

Form 4

July 08, 2008

**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

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Edmonds-Waters Christopher

(Last) (First) (Middle)

3003 TASMAN DRIVE

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

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

SVB FINANCIAL GROUP [SIVB]

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

07/07/2008

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

Head of Human Resources

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<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.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or 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:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |
| Common<br>Stock                       | 07/07/2008                              |                                                             | M <sup>(1)</sup>                        |                                                                         | 900                                                                                                                | A                                                                       | \$<br>35.54                                                       |
| Common<br>Stock                       | 07/07/2008                              |                                                             | S <sup>(1)</sup>                        |                                                                         | 900                                                                                                                | D                                                                       | \$<br>44.16                                                       |
| Common<br>Stock                       | 07/07/2008                              |                                                             | M <sup>(1)</sup>                        |                                                                         | 434                                                                                                                | A                                                                       | \$<br>43.49                                                       |
| Common<br>Stock                       | 07/07/2008                              |                                                             | S <sup>(1)</sup>                        |                                                                         | 434                                                                                                                | D                                                                       | \$<br>44.16                                                       |
| Common<br>Stock                       | 07/07/2008                              |                                                             | M <sup>(1)</sup>                        |                                                                         | 100                                                                                                                | A                                                                       | \$<br>43.49                                                       |

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|              |            |              |     |   |          |     |   |                      |
|--------------|------------|--------------|-----|---|----------|-----|---|----------------------|
| Common Stock | 07/07/2008 | <u>S</u> (1) | 100 | D | \$ 44.15 | 376 | D |                      |
| Common Stock | 07/07/2008 | <u>M</u> (1) | 100 | A | \$ 43.49 | 476 | D |                      |
| Common Stock | 07/07/2008 | <u>S</u> (1) | 100 | D | \$ 44.12 | 376 | D |                      |
| Common Stock | 07/07/2008 | <u>M</u> (1) | 141 | A | \$ 43.49 | 517 | D |                      |
| Common Stock | 07/07/2008 | <u>S</u> (1) | 141 | D | \$ 44.11 | 376 | D |                      |
| Common Stock | 07/07/2008 | <u>M</u> (1) | 100 | A | \$ 43.49 | 476 | D |                      |
| Common Stock | 07/07/2008 | <u>S</u> (1) | 100 | D | \$ 45.11 | 376 | D |                      |
| Common Stock |            |              |     |   |          | 249 | 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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(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. Deemed Exercise Price (Instr. 5) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         | Amount or Number of Shares          |
| Incentive Stock Option (right to buy)      | \$ 35.54                                               | 07/07/2008                           |                                                    | <u>M</u> (1)                   | 900                                                                                     | 04/23/2005 04/23/2011                                    | Common Stock                                                  | 900                                 |
| Incentive Stock                            | \$ 43.49                                               | 07/07/2008                           |                                                    | <u>M</u> (1)                   | 434                                                                                     | 04/01/2006 04/01/2012                                    | Common Stock                                                  | 434                                 |

Option  
(right to  
buy)

Incentive  
Stock

|                             |          |            |                  |     |            |            |                 |     |    |
|-----------------------------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|
| Option<br>(right to<br>buy) | \$ 43.49 | 07/07/2008 | M <sup>(1)</sup> | 100 | 04/01/2006 | 04/01/2012 | Common<br>Stock | 100 | \$ |
|-----------------------------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|

Incentive  
Stock

|                             |          |            |                  |     |            |            |                 |     |    |
|-----------------------------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|
| Option<br>(right to<br>buy) | \$ 43.49 | 07/07/2008 | M <sup>(1)</sup> | 100 | 04/01/2006 | 04/01/2012 | Common<br>Stock | 100 | \$ |
|-----------------------------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|

Incentive  
Stock

|                             |          |            |                  |     |            |            |                 |     |    |
|-----------------------------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|
| Option<br>(right to<br>buy) | \$ 43.49 | 07/07/2008 | M <sup>(1)</sup> | 141 | 04/01/2006 | 04/01/2012 | Common<br>Stock | 141 | \$ |
|-----------------------------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|

Incentive  
Stock

|                             |          |            |                  |     |            |            |                 |     |    |
|-----------------------------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|
| Option<br>(right to<br>buy) | \$ 43.49 | 07/07/2008 | M <sup>(1)</sup> | 100 | 04/01/2006 | 04/01/2012 | Common<br>Stock | 100 | \$ |
|-----------------------------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|

## Reporting Owners

| Reporting Owner Name / Address                                           | Relationships                             |
|--------------------------------------------------------------------------|-------------------------------------------|
|                                                                          | Director    10% Owner    Officer    Other |
| Edmonds-Waters Christopher<br>3003 TASMAN DRIVE<br>SANTA CLARA, CA 95054 | Head of Human Resources                   |

## Signatures

By: Lisa Bertolet as attorney in fact For: Christopher Edmonds-Waters

07/08/2008

\_\_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) 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 5/29/08.

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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