

SVB FINANCIAL GROUP  
Form 4  
July 08, 2008

**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 \*  
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  
 Officer (give title below)  Other (specify below)

Head of Human Resources

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 07/07/2008                           |  | M <sup>(1)</sup>               |   | 900   | A  | \$ 35.54                          |
| Common Stock                    | 07/07/2008                           |  | S <sup>(1)</sup>               |   | 900   | D  | \$ 44.16                          |
| Common Stock                    | 07/07/2008                           |  | M <sup>(1)</sup>               |   | 434   | A  | \$ 43.49                          |
| Common Stock                    | 07/07/2008                           |  | S <sup>(1)</sup>               |   | 434   | D  | \$ 44.16                          |
| Common Stock                    | 07/07/2008                           |  | M <sup>(1)</sup>               |   | 100   | A  | \$ 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. 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 | \$ 43.49 | 07/07/2008 | M <sup>(1)</sup> | 100 | 04/01/2006 | 04/01/2012 | Common<br>Stock | 100 | \$ |
|--------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|

Incentive  
Stock

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

Incentive  
Stock

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

Incentive  
Stock

|        |          |            |                  |     |            |            |                 |     |    |
|--------|----------|------------|------------------|-----|------------|------------|-----------------|-----|----|
| Option | \$ 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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