Parsons Joan Form 3 April 28, 2011

# FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

**OMB APPROVAL** 

**OMB** Number:

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**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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement SVB FINANCIAL GROUP [SIVB] **Â** Parsons Joan (Month/Day/Year) 04/21/2011 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 3005 TASMAN DRIVE (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director \_X\_ Form filed by One Reporting \_X\_\_ Officer Other Person SANTA CLARA, Â CAÂ 95054 (give title below) (specify below) Form filed by More than One Head of US Banking Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock D Â 45,940 Common Stock 5,659 I 401K/ESOP Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly.

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
		(Instr. 4)	Price of Derivative	Derivative Security:	(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options	11/16/2002(1)	11/16/2011	Common Stock	5,000	\$ 26	D	Â
Stock Options	04/17/2003(1)	04/17/2012	Common Stock	5,000	\$ 31.29	D	Â
Stock Options	09/04/2003(1)	09/04/2012	Common Stock	10,000	\$ 22.5	D	Â
Stock Options	11/19/2005 <u>(1)</u>	11/19/2011	Common Stock	4,500	\$ 41.66	D	Â
Stock Options	04/01/2006(1)	04/01/2012	Common Stock	3,500	\$ 43.49	D	Â
Stock Options	04/04/2007(1)	04/04/2013	Common Stock	3,000	\$ 53.29	D	Â
Stock Options	04/02/2008(1)	04/02/2014	Common Stock	2,750	\$ 48.15	D	Â
Stock Options	04/29/2009(1)	04/29/2015	Common Stock	2,750	\$ 48.76	D	Â
Stock Options	01/27/2010(1)	01/27/2016	Common Stock	2,500	\$ 23.16	D	Â
Stock Options	04/28/2010(1)	04/28/2016	Common Stock	3,500	\$ 19.48	D	Â
Stock Options	10/27/2010(1)	10/27/2016	Common Stock	2,500	\$ 42.45	D	Â
Stock Options	04/30/2011(1)	04/30/2017	Common Stock	5,000	\$ 49.18	D	Â
Stock Options	10/26/2011(1)	10/26/2017	Common Stock	682	\$ 43.53	D	Â
Restricted Stock Unit	11/19/2008(2)	11/19/2011	Common Stock	789	\$ 0	D	Â
Restricted Stock Unit	04/29/2009(2)	04/29/2012	Common Stock	624	\$ 0	D	Â
Restricted Stock Unit	01/27/2010(2)	01/27/2013	Common Stock	500	\$ 0	D	Â
Restricted Stock Unit	04/28/2010(2)	04/28/2013	Common Stock	1,312	\$ 0	D	Â
Restricted Stock Unit	04/30/2011(2)	04/30/2014	Common Stock	2,000	\$ 0	D	Â
Restricted Stock Unit	10/26/2011(2)	10/26/2014	Common Stock	777	\$ 0	D	Â

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Restricted Stock Unit  $10/27/2010\underline{(2)}$  10/27/2013 Common Stock 750 \$0 D Â

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Parsons Joan

3005 TASMAN DRIVE Â Â Head of US Banking Â

SANTA CLARA, CAÂ 95054

# **Signatures**

Lisa Bertolet as attorney in fact 04/28/2011

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Stock options vest 25% annually over four years from date of grant.
- (2) Restricted stock units vest 25% annually over four years from the 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.

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