China John Form 4 May 03, 2012

## FORM 4

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

**OMB** Number:

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**OMB APPROVAL** 

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* China John

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

SVB FINANCIAL GROUP [SIVB]

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

Director X\_ Officer (give title

10% Owner Other (specify

3005 TASMAN DRIVE

(Month/Day/Year)

below)

05/01/2012

Head of Relationship Mgmt

4. If Amendment, Date Original

3.

(Instr. 8)

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

below)

SANTA CLARA, CA 95054

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 3, 4 and 5)

5. Amount of Securities Beneficially

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial

(I)

(Instr. 4)

Ownership (Instr. 4)

(9-02)

(A)

Following Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number Transaction of Derivative Expiration Date Securities Code

6. Date Exercisable and (Month/Day/Year)

7. Title and Amou Underlying Securi (Instr. 3 and 4)

#### Edgar Filing: China John - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	ed of				
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Nun of Shar
Stock Options	\$ 64.37	05/01/2012	05/01/2012	A	6,600		05/01/2013(1)	05/01/2019	Common Stock	6,6
Performance Based Restricted Stock Unit	\$ 0	05/01/2012	05/01/2012	A	3,000		12/20/2014(3)	12/20/2014	Common Stock	3,0
Restricted Stock Unit	\$ 0	05/01/2012	05/01/2012	A	1,200		05/01/2013(2)	05/01/2016	Common Stock	1,2

# **Reporting Owners**

Reporting Owner Name / Address			Relationships	
	D: 4	1007	O.C.	

Director 10% Owner Officer Other

China John

3005 TASMAN DRIVE SANTA CLARA, CA 95054 Head of Relationship Mgmt

## **Signatures**

Lisa Bertolet as attorney in fact

05/03/2012

\*\*Signature of Reporting Person

Dat

### **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) Stock Options vest 25% annually over 4 years from date of grant.
- (2) Restricted Stock Units vest 25% annually over 4 years from date of grant.

The reporting person was granted performance-based restricted stock units which are subject to performance and time-based vesting (PRSUs). The extent to which the PRSU awards are earned will be based on the Company's 2012 performance, as determined pursuant to

(3) the sole discretion of the Compensation Committee of the Board of Directors. The reported number of shares is the maximum number of shares that may be earned by the reporting person, based on achievement of 150% of target performance. The PRSUs are effective as of 5/1/2012, and the extent deemed earned at the end of the 2012 performance period, will vest on 12/20/2014, subject to continued service.

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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