

STIFEL FINANCIAL CORP
Form 4
September 22, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
SLINEY DAVID D

(Last) (First) (Middle)
49 LOG CABIN DRIVE
(Street)

ST. LOUIS, MO 63124

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STIFEL FINANCIAL CORP [SF]

3. Date of Earliest Transaction
(Month/Day/Year)
09/18/2008

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)
Dir Strategic Planning & Tech

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 or Price | | |
| Common Stock | 09/18/2008 | | M | | 1,575 A \$ 4.7917 | 34,159 | D |
| Common Stock | 09/18/2008 | | F | | 629 D \$ 44.484 | 33,530 | D |
| Common Stock | 09/18/2008 | | S | | 946 D \$ 44.484 | 32,584 | D |
| Common Stock | 09/18/2008 | | M | | 8,000 A \$ 5.2188 | 40,584 | D |
| Common Stock | 09/18/2008 | | F | | 3,799 D \$ 44.484 | 36,785 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|-----------|--------|---|
| Common Stock | 09/18/2008 | S | 4,201 | D | \$ 44.484 | 32,584 | D |
| Common Stock | 09/18/2008 | M | 11,999 | A | \$ 5.2188 | 44,583 | D |
| Common Stock | 09/18/2008 | F | 1,520 | D | \$ 44.486 | 43,063 | D |
| Common Stock | 09/18/2008 | F | 3,863 | D | \$ 49.42 | 39,200 | D |
| Common Stock | 09/18/2008 | M | 4,725 | A | \$ 4.7917 | 43,925 | D |
| Common Stock | 09/18/2008 | F | 514 | D | \$ 44.486 | 43,411 | D |
| Common Stock | 09/18/2008 | F | 1,461 | D | \$ 49.42 | 41,950 | 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 displays a currently valid OMB control number.

SEC 1474
(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 | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Option to Buy) | <u>(1)</u> | 09/18/2008 | | M | 1,575 | <u>(2)</u> | <u>(3)</u> | Common Stock | 1,575 |
| Stock Option (Option to Buy) | <u>(1)</u> | 09/18/2008 | | M | 8,000 | <u>(2)</u> | <u>(3)</u> | Common Stock | 8,000 |
| Stock Option (Option to Buy) | <u>(1)</u> | 09/18/2008 | | M | 11,999 | <u>(2)</u> | <u>(3)</u> | Common Stock | 11,999 |

to Buy)

| | | | | | | | | |
|---------------------------------------|-----------|------------|---|-------|-----|------------|-----------------|--------|
| Stock Option (Option to Buy) | (1) | 09/18/2008 | M | 4,725 | (2) | (3) | Common Stock | 4,725 |
| Phantom Stock Units | \$ 0 | | | | (4) | (5) | Common Stock | 37,066 |
| Stock Option (Option to Buy) | \$ 7.8 | | | | (6) | 01/02/2012 | Common Stock | 19,999 |
| Stock Option (Option to Buy) | \$ 8.6925 | | | | (7) | 02/10/2013 | Common Stock | 13,999 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SLINEY DAVID D 49 LOG CABIN DRIVE ST. LOUIS, MO 63124 | | | Dir Strategic Planning & Tech | |

Signatures

DAVID D
SLINEY

09/22/2008

**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) Various exercise prices.
- (2) Various exercisable dates.
- (3) Various expiration dates.
- (4) Units vest in 20% increments over a five year period.
- (5) No expiration date for these Units.
- (6) Options vest in 20% increments on 1/2/03, 1/2/04, 1/2/05, 1/2/06 and 1/2/07.
- (7) Options vest in 20% increments on 2/10/04, 2/10/05, 2/10/06, 2/10/07 and 2/10/08.

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