

STIFEL FINANCIAL CORP
Form DEF 14A
April 26, 2017
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to Rule 240.14a-12

Stifel Financial Corp.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

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(4) Date Filed:

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LETTER FROM OUR CHAIRMAN & CEO

501 North Broadway
St. Louis, Missouri 63102
(314) 342-2000

April 26, 2017

Fellow Shareholders:

We cordially invite you to attend the 2017 Annual Meeting of Shareholders of Stifel Financial Corp., which will be held on **June 6, 2017 at 9:30 a.m., local time, at our corporate headquarters**. We hope that you will be able to attend.

Enclosed you will find a notice setting forth the business expected to come before the meeting and instructions for accessing this proxy statement and our Annual Report for the year ended December 31, 2016 on the Internet and for submitting proxy votes online. The notice also contains instructions on how to request a printed set of proxy materials.

Your vote is very important to us. Whether or not you plan to attend the meeting in person, we hope that your shares are represented and voted.

I thank Bruce Beda, who will retire from our Board of Directors after two decades of service on the date of our annual meeting. I also thank my colleagues among the senior management of Stifel who are standing down from the board of directors, on the same date, as our board of

directors works to enhance its efficiency and independence. Each of them will continue to offer their wisdom and experience to the board of directors and to the firm. And we welcome our new director, David Peacock.

I expand on our Company's performance, strategy, and outlook in the 2017 Annual Report Shareholder Letter, which I hope you will read.

Thank you for your investment in Stifel. I look forward to welcoming our shareholders to the Annual Meeting.

Sincerely,

Ronald J. Kruszewski
Chairman of the Board and Chief Executive
Officer

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NOTICE OF 2017 ANNUAL MEETING OF SHAREHOLDERS

TIME AND DATE: Tuesday, June 6, 2017, at 9:30 a.m., Central Time

PLACE: Stifel Financial Corp. offices located at One Financial Plaza, 2nd Floor,
501 North Broadway, St. Louis, Missouri 63102

Election of 4 Directors, each as nominated by the Board of Directors

An advisory vote to approve executive compensation (Say on Pay)

ITEMS OF BUSINESS: An advisory vote on the frequency of Say on Pay votes (Say on Frequency)

Ratification of the appointment of Ernst & Young LLP as our independent registered public accounting firm for 2017

Transaction of such other business as may properly come before our 2017 Annual Meeting of Shareholders

RECORD DATE: You are entitled to vote only if you were a Company shareholder at the close of business on April 18, 2017

VOTING BY PROXY: **Your vote is very important.** By Wednesday, April 26, 2017, we will have sent to certain of our shareholder a Notice of Internet Availability of Proxy Materials (Notice). The Notice includes instructions on how to access our Proxy Statement and 2016 Annual Report to Shareholders and vote online or by telephone, no later than close of business on June 5, 2017. If you received a paper copy of the proxy card, you may mail your proxy vote in the provided envelope.

Important Notice Regarding the Availability of Proxy Materials for the Annual Meeting to be held on June 6, 2017: Our proxy statement and 2016 annual report are available at: www.investorvote.com/sf

By Order of the Board of Directors,

Mark P. Fisher, Corporate Secretary
April 26, 2017

Proxy Statement 2017