

Michaud Thomas B.
Form 4
December 29, 2017

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Michaud Thomas B.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
787 SEVENTH AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/27/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

NEW YORK, NY 10019

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 12/27/2017 | | M | 6,183 (1) | \$ 0 | 64,802 | D |
| Common Stock | 12/27/2017 | | F | 3,188 | \$ 60.13 | 61,614 | D |
| Common Stock | 12/27/2017 | | M | 18,887 (2) | \$ 0 | 80,501 | D |
| Common Stock | 12/27/2017 | | F | 9,741 | \$ 60.13 | 70,760 | D |
| Common Stock | 12/27/2017 | | M | 3,250 (2) | \$ 0 | 74,010 | D |

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Common Stock 12/27/2017 F 1,677 D \$ 60.13 72,333 D

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

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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. Price or Value of Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | Amount or Number of Shares |
| Phantom Stock Units | \$ 0 | 12/27/2017 | | M | 6,183 | <u>(3)</u> <u>(4)</u> | Common Stock | 6,183 |
| Phantom Stock Units | \$ 0 | 12/27/2017 | | M | 18,887 | <u>(5)</u> <u>(4)</u> | Common Stock | 18,887 |
| Phantom Stock Units | \$ 0 | 12/27/2017 | | M | 3,250 | <u>(5)</u> <u>(4)</u> | Common Stock | 3,250 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Michaud Thomas B. 787 SEVENTH AVENUE NEW YORK, NY 10019 | | | Senior Vice President | |

Signatures

Thomas Michaud 12/29/2017

**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) Shares represent a grant of restricted stock which vest in 10% increments over a 10 year period from original grant date of the phantom stock unit.
- (2) Shares represent a grant of restricted stock which vest in 20% increments over a 5 year period from original grant date of the phantom stock unit.
- (3) Currently convertible. Units vest in 10% increments over ten years from the original grant date.
- (4) No expiration date for these Units.
- (5) Currently convertible. Units vest in 20% increments over a five year period from original grant date.

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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