

CAPITOL FEDERAL FINANCIAL
Form 4
February 16, 2005

FORM 4

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

OMB APPROVAL

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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 *
DICUS JOHN B

2. Issuer Name and Ticker or Trading Symbol
CAPITOL FEDERAL FINANCIAL [CFFN]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
700 S KANSAS AVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/15/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
President and CEO

TOPEKA, KS 66603
(City) (State) (Zip)

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

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)
			Code	V	Amount or Price		
CFFN Common Stock	02/15/2005		D		\$ 36.65 317,772	D	
CFFN Common Stock	02/15/2005		F		\$ 36.65 269,873	D	
CFFN Common Stock	02/15/2005		M		\$ 9.22 429,873	D	
CFFN Common					500	I	By Custodian

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Stock						for Daughter One
CFFN Common Stock		500		I		By Custodian for Daughter Three
CFFN Common Stock		500		I		By Custodian for Daughter Two
CFFN Common Stock		11,893		I		By ESOP
CFFN Common Stock		100		I		By Spouse for Daughter One
CFFN Common Stock		100		I		By Spouse for Daughter Three
CFFN Common Stock		100		I		By Spouse for Daughter Two

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

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(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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title

CFFN Non-Qualified Stock Option (4-18-00)	\$ 9.22	02/15/2005	M	160,000	<u>(1)</u>	04/18/2015 ⁽¹⁾	CFFN Common Stock
CFFN Phantom Stock 2003	\$ 28.8				<u>(2)</u>	01/25/2006 ⁽²⁾	CFFN Common Stock
CFFN Phantom Stock 2004	\$ 36.07				<u>(2)</u>	01/25/2007 ⁽²⁾	CFFN Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DICUS JOHN B 700 S KANSAS AVE TOPEKA, KS 66603	X		President and CEO	

Signatures

By: James D. Wempe attorney
in fact

02/16/2005

**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) A total of 94,155 options vested on each of April 18, 2000, April 18, 2001, April 18, 2002, April 18, 2003 and April 18, 2004.
- (2) Phantom stock units were acquired under the Company's Deferred Incentive Bonus Plan. The units are deemed sold and settled in cash three years from date of acquisition.

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.