Parsons Joan Form 4 May 03, 2011

# FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

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

January 31, Expires: 2005

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Parsons Joan			2. Issuer Name <b>and</b> Ticker or Trading Symbol SVB FINANCIAL GROUP [SIVB]	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check all applicable)			
3005 TASMA	AN DRIVE		(Month/Day/Year) 04/30/2011	Director 10% Owner Officer (give title Other (specify below) Head of US Banking			
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
SANTA CLARA, CA 95054			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zin)					

(City)	(State) (	Zip) Table	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)				Securities Form: Beneficially (D) or Owned Indire	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	O) or Beneficial direct (I) Ownership	
			Code V	Amount	or	Price	Transaction(s) (Instr. 3 and 4)		
Common Stock	04/30/2011		<u>J(1)</u>	500	A	\$ 0	52,611	D	
Common Stock	04/30/2011		J(2)	158	D	\$ 59.91	52,453	D	

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 (9-02)required to respond unless the form displays a currently valid OMB control number.

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# 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. Transacti Code (Instr. 8)	Deriv Secun Acqu (A) o Dispo	vative rities ired or osed	Expiration Dat	e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	\$ 0	04/30/2011		<u>J(1)</u>		500	04/30/2011	04/30/2014	Common Stock	500

## **Reporting Owners**

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

Parsons Joan

3005 TASMAN DRIVE Head of US Banking

SANTA CLARA, CA 95054

## **Signatures**

Lisa Bertolet as attorney o5/03/2011

\*\*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 tranch of a restricted stock unit grant has vested and shares of common stock have been issued.
- (2) The reporting person surrendered company stock to pay for taxes associated with the vesting of a previously reported restricted stock unit. 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.

Reporting Owners 2