

Parsons Joan  
Form 4  
March 02, 2012

**FORM 4**

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

OMB APPROVAL

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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 \*  
Parsons Joan

2. Issuer Name and Ticker or Trading Symbol  
SVB FINANCIAL GROUP [SIVB]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
3005 TASMAN DRIVE  
  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/29/2012

\_\_\_\_ Director  
 Officer (give title below)  
\_\_\_\_ 10% Owner  
\_\_\_\_ Other (specify below)  
Head of US Banking

SANTA CLARA, CA 95054  
  
(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	(A) or (D)	Price			
Common Stock	02/29/2012	02/29/2012	M		1,250	A	\$ 31.29	55,163	D	
Common Stock	02/29/2012	02/29/2012	M		2,500	A	\$ 22.5	57,663	D	
Common Stock	02/29/2012	02/29/2012	M		1,075	A	\$ 43.49	58,738	D	
Common Stock	02/29/2012	02/29/2012	S <sup>(1)</sup>		15,000	D	\$ 59.78	43,738	D	
Common Stock	03/01/2012	03/01/2012	M		3,750	A	\$ 31.29	47,488	D	

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Common Stock	03/01/2012	03/01/2012	M	7,500	A	\$ 22.5	54,988	D
Common Stock	03/01/2012	03/01/2012	M	2,425	A	\$ 43.49	57,413	D
Common Stock	03/01/2012	03/01/2012	S <sup>(2)</sup>	2,581	D	\$ 60.84	54,832	D
Common Stock	03/01/2012	03/01/2012	S <sup>(3)</sup>	2,002	D	\$ 60.8	52,830	D
Common Stock	03/01/2012	03/01/2012	S <sup>(4)</sup>	4,383	D	\$ 60.74	48,447	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.**

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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. 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)	Title	Amount or Number of Shares
Stock Options	\$ 31.29	02/29/2012	02/29/2012	M		1,250		Common Stock	1,250
Stock Options	\$ 22.5	02/29/2012	02/29/2012	M		2,500		Common Stock	2,500
Stock Options	\$ 43.49	02/29/2012	02/29/2012	M		1,075		Common Stock	1,075
Stock Options	\$ 31.29	03/01/2012	03/01/2012	M		3,750		Common Stock	3,750
Stock Options	\$ 22.5	03/01/2012	03/01/2012	M		7,500		Common Stock	7,500
Stock Options	\$ 43.49	03/01/2012	03/01/2012	M		2,425		Common Stock	2,425

