

Nesi Victor  
Form 4  
December 29, 2017

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Nesi Victor

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 7TH AVENUE

3. Date of Earliest Transaction

(Month/Day/Year)

12/27/2017

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

Director

(Street)

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

NEW YORK, NY 10019

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)
Common Stock	12/29/2017		A	Amount 83,153 (1)	A \$ 0 210,455	D	
Common Stock	12/29/2017		F	47,872 D \$ 60.13	162,583	D	
Common Stock					4,088	I	by Trust

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

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information contained in this form are not  
required to respond unless the form  
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SEC 1474  
(9-02)

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number.

**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. Pr Deri Secu (Instr	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	\$ 0	12/27/2017		M		3,415		<u>(2)</u>	<u>(3)</u>	Common Stock	3,415
Phantom Stock Units	\$ 0	12/27/2017		M		3,415		<u>(4)</u>	<u>(3)</u>	Common Stock	3,415
Phantom Stock Units	\$ 0	12/27/2017		M		3,415		<u>(5)</u>	<u>(3)</u>	Common Stock	3,415
Phantom Stock Units	\$ 0	12/27/2017		M		2,737		<u>(6)</u>	<u>(3)</u>	Common Stock	2,737
Phantom Stock Units	\$ 0	12/27/2017		M		2,737		<u>(4)</u>	<u>(3)</u>	Common Stock	2,737
Phantom Stock Units	\$ 0	12/27/2017		M		2,737		<u>(5)</u>	<u>(3)</u>	Common Stock	2,737
Phantom Stock Units	\$ 0	12/27/2017		M		4,301		<u>(7)</u>	<u>(3)</u>	Common Stock	4,301
Phantom Stock Units	\$ 0	12/27/2017		M		4,301		<u>(6)</u>	<u>(3)</u>	Common Stock	4,301
Phantom Stock Units	\$ 0	12/27/2017		M		4,301		<u>(4)</u>	<u>(3)</u>	Common Stock	4,301
Phantom Stock Units	\$ 0	12/27/2017		M		4,005		<u>(8)</u>	<u>(3)</u>	Common Stock	4,005

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Phantom Stock Units	\$ 0	12/27/2017	M	2,938	<u>(9)</u>	<u>(3)</u>	Common Stock	2,938	S
Phantom Stock Units	\$ 0	12/27/2017	M	4,420	<u>(9)</u>	<u>(3)</u>	Common Stock	4,420	S
Phantom Stock Units	\$ 0	12/27/2017	M	7,308	<u>(10)</u>	<u>(3)</u>	Common Stock	7,308	S
Phantom Stock Units	\$ 0	12/27/2017	M	23,834	<u>(9)</u>	<u>(3)</u>	Common Stock	23,834	S
Phantom Stock Units	\$ 0	12/27/2017	M	3,989	<u>(9)</u>	<u>(3)</u>	Common Stock	3,989	S

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nesi Victor 787 7TH AVENUE NEW YORK, NY 10019	X		Director	

## Signatures

VICTOR J  
NESI

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 20% increments over a five year period from the grant date.
- (2) Currently convertible. Units vest 100% ten years from the original grant date.
- (3) No expiration date for these Units.
- (4) Currently convertible. Units vest 100% eight years from the original grant date.
- (5) Currently convertible. Units vest 100% nine years from the original grant date.
- (6) Currently convertible. Units vest 100% seven years from the original grant date.
- (7) Currently convertible. Units vest 100% six years from the original grant date.
- (8) Currently convertible. Units vest 100% five years from the original grant date.
- (9) Currently convertible. Units vest in 20% increments over a five year period from original grant date.
- (10) Currently convertible. Units vest in 10% increments over ten years from the 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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