

Webb David
Form 4
May 01, 2007

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 *
Webb David

(Last) (First) (Middle)
3003 TASMAN DRIVE
(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/01/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Chief Information Officer

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 | 05/01/2007 | | S/K ⁽¹⁾ | 200 D \$ 51.26 | 1,928 | D | |
| Common Stock | 05/01/2007 | | S ⁽¹⁾ | 300 D \$ 51.27 | 1,628 | D | |
| Common Stock | 05/01/2007 | | M ⁽¹⁾ | 2,200 A \$ 36.56 | 3,828 | D | |
| Common Stock | 05/01/2007 | | S ⁽¹⁾ | 2,200 D \$ 51.25 | 1,628 | D | |
| Common Stock | 05/01/2007 | | M ⁽¹⁾ | 222 A \$ 36.56 | 1,850 | D | |

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| | | | | | | | | | |
|--------------|------------|--|--------------|-----|---|----------|-------|---|--------------------|
| Common Stock | 05/01/2007 | | <u>S</u> (1) | 222 | D | \$ 51.24 | 1,628 | D | |
| Common Stock | | | | | | | 2,000 | I | By self restricted |

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

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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 Security (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 36.56 | 05/01/2007 | | <u>M</u> (1) | 2,200 | 07/27/2005 07/27/2011 | Common Stock | 2,200 |
| Non-Qualified Stock Option (right to buy) | \$ 36.56 | 05/01/2007 | | <u>M</u> (1) | 222 | 07/27/2005 07/27/2011 | Common Stock | 222 |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|--|---|
| Webb David 3003 TASMAN DRIVE SANTA CLARA, CA 95054 | Director 10% Owner Officer Chief Information Officer |

Signatures

By: Lisa Bertolet as attorney in fact For: David C. Webb
05/01/2007

**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) The sale reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan entered into by the reporting person as of November 15, 2006.

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.