

<b>OMB APPROVAL</b>	
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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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Husain Kamran F</u>  (Last) (First) (Middle) 3005 TASMAN DRIVE  (Street) SANTA CLARA CA 95054  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>SVB FINANCIAL GROUP [ SIVB ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Accounting Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/10/2018</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	05/10/2018		M		250	A	\$129.81	1,066	D	
Common Stock	05/10/2018		M		250	A	\$107.98	1,316	D	
Common Stock	05/10/2018		M		175	A	\$178.39	1,491	D	
Common Stock	05/10/2018		M		75	A	\$71.11	1,566	D	
Common Stock	05/10/2018		M		250	A	\$105.18	1,816	D	
Common Stock	05/10/2018		S		175	D	\$320.26 <sup>(1)</sup>	1,641	D	
Common Stock	05/10/2018		S		250	D	\$320.3552 <sup>(2)</sup>	1,391	D	
Common Stock	05/10/2018		S		250	D	\$320.438 <sup>(3)</sup>	1,141	D	
Common Stock	05/10/2018		S		500	D	\$320.378 <sup>(4)</sup>	641	D	
Common Stock	05/10/2018		S		75	D	\$320.5	566	D	
Common Stock	05/10/2018		S		250	D	\$320.422 <sup>(5)</sup>	316	D	
Common Stock								320	I	By 401(k)/ESOP

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Title
Stock Option	\$178.39	05/10/2018		M		175	(6)	05/02/2024	Common Stock	175	\$0.00	1,041	D	
Stock Option	\$129.81	05/10/2018		M		250	(7)	05/01/2022	Common Stock	250	\$0.00	478	D	
Stock Option	\$107.98	05/10/2018		M		250	(8)	04/29/2021	Common Stock	250	\$0.00	333	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	\$105.18	05/10/2018		M			250	(9)	05/02/2023	Common Stock	250	\$0.00	1,312	D	
Stock Option	\$71.11	05/10/2018		M			75	(10)	04/30/2020	Common Stock	75	\$0.00	0.00	D	

**Explanation of Responses:**

1. This transaction was executed in multiple trades at prices ranging from \$320.26 USD to \$320.26 USD; the price reported above reflects the weighted average sale price.
2. This transaction was executed in multiple trades at prices ranging from \$320.26 USD to \$320.46 USD; the price reported above reflects the weighted average sale price.
3. This transaction was executed in multiple trades at prices ranging from \$320.37 USD to \$320.50 USD; the price reported above reflects the weighted average sale price.
4. This transaction was executed in multiple trades at prices ranging from \$320.20 USD to \$320.47 USD; the price reported above reflects the weighted average sale price.
5. This transaction was executed in multiple trades at prices ranging from \$320.35 USD to \$320.48 USD; the price reported above reflects the weighted average sale price.
6. 25%/4yr beginning on 02-May-2018.
7. 25%/4yr beginning on 01-May-2016.
8. 25%/4yr beginning on 29-Apr-2015.
9. 25%/4yr beginning on 02-May-2017.
10. 25%/4yr beginning on 30-Apr-2014.

**Remarks:**

Denise West, Attorney-in-Fact 05/14/2018  
for Kamran Husain

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**