

BECKER GREGORY W
Form 4
February 07, 2008

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 *
BECKER GREGORY W

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)

3003 TASMAN DRIVE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/07/2008

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Chief Operating Officer,CB

SANTA CLARA, CA 95054

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

(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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/07/2008		M		300	A	\$ 25.17
Common Stock	02/07/2008		S		300	D	\$ 48.02
Common Stock	02/07/2008		M		100	A	\$ 25.17
Common Stock	02/07/2008		S		100	D	\$ 48.01
Common Stock	02/07/2008		M		1,475	A	\$ 25.17

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Common Stock	02/07/2008	S	1,475	D	\$ 48	8,252	D	
Common Stock	02/07/2008	M	1,875	A	\$ 25.17	10,127	D	
Common Stock	02/07/2008	S	1,875	D	\$ 48	8,252	D	
Common Stock						6,544	I	By self in 401k/ESOP
Common Stock						1,699	I	Revocable Trust

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

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(9-02)

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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Incentive Stock Option (right to buy)	\$ 25.17	02/07/2008		M	300	05/08/2004	05/08/2008	Common Stock	300
Incentive Stock Option (right to buy)	\$ 25.17	02/07/2008		M	100	05/08/2004	05/08/2008	Common Stock	100
Incentive Stock Option (right to buy)	\$ 25.17	02/07/2008		M	1,475	05/08/2004	05/08/2008	Common Stock	1,475
Non-Qualified Stock Option (right to buy)	\$ 25.17	02/07/2008		M	1,875	05/08/2004	05/08/2008	Common Stock	1,875

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BECKER GREGORY W 3003 TASMAN DRIVE SANTA CLARA, CA 95054			Chief Opperating Officer,CB	

Signatures

By: Lisa Bertolet as attorney in fact For: Gregory W.
Becker

02/07/2008

__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).

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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