

Ricketts Carlton A.
Form 4
January 03, 2013

FORM 4

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

OMB APPROVAL

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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 *
Ricketts Carlton A.

2. Issuer Name and Ticker or Trading Symbol
Capitol Federal Financial Inc
[CFFN]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
12/31/2012

____ Director
 Officer (give title below) _____ Other (specify below)
Executive Vice President

C/O CAPITOL FEDERAL FINANCIAL, 700 KANSAS AVENUE

(Street)

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

TOPEKA, KS 66601

(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 Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
CFFN common stock	12/31/2012		M	341	A	\$ 13.89	47,998	D
CFFN common stock	12/31/2012		D	341	D	\$ 11.69	47,657	D
CFFN common stock							18,577	I ESOP

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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 Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
CFFN phantom stock 2010	\$ 13.89	12/31/2012		M		341	12/31/2012 12/31/2012	CFFN common stock	341
CFFN phantom stock 2011	\$ 11.91						12/31/2013 12/31/2013	CFFN common stock	1,200
CFFN phantom stock 2012	\$ 11.54						12/31/2014 12/31/2014	CFFN common stock	1,200
CFFN phantom stock 2013	\$ 11.69	12/31/2012		A	1,818		12/31/2015 12/31/2015	CFFN common stock	1,818
CFFN Incentive Stock Option	\$ 14.19						⁽¹⁾ 10/19/2017	CFFN common stock	28,000
CFFN Incentive Stock Option	\$ 11.91						⁽²⁾ 05/14/2022	CFFN common stock	33,000
CFFN Non-qualified Stock Option	\$ 11.91						⁽³⁾ 05/14/2027	CFFN common stock	17,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Ricketts Carlton A.
C/O CAPITOL FEDERAL FINANCIAL
700 KANSAS AVENUE
TOPEKA, KS 66601

Executive Vice President

Signatures

James D. Wempe, Power of
Attorney

01/03/2013

__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) All options are exercisable.
 - (2) 8,396 options vest on January 10, 2013, January 10, 2014, January 10, 2015 and January 10, 2016.
 - (3) 4,354 options vest on January 10, 2013, January 10, 2014, January 10, 2015 and January 10, 2016.

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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