

STIFEL FINANCIAL CORP
Form 10-Q/A
January 17, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 10-Q/A

(Amendment No. 1)

(Mark One)

x

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended September 30, 2005

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the transition period from _ to _

Commission file number I-9305

STIFEL FINANCIAL CORP.

(Exact name of registrant as specified in its charter)

DELAWARE

(State or other jurisdiction of incorporation or
organization)

501 N. Broadway, St. Louis, Missouri

(Address of principal executive offices)

43-1273600

(I.R.S. Employer Identification No.)

63102-2188

(Zip Code)

Registrant's telephone number, including area code

314-342-2000

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(Former name, former address, and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act). Yes No

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

As of October 31, 2005, there were 10,020,298 shares of Stifel Financial Corp. common stock, par value \$0.15, outstanding.

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STIFEL FINANCIAL CORP.
Amendment No. 1 to the Quarterly Report on Form 10-Q
For the Quarter Ended September 30, 2005

Explanatory Note

Stifel Financial Corp. ("SFC") is filing this Amendment No. 1 to the its Quarterly Report on Form 10-Q ("Amendment No. 1") for the quarter ended September 30, 2005 in order to amend Part II. Item 6. in its entirety to the Quarterly Report on Form 10-Q originally filed with the U.S. Securities and Exchange Commission (the "Commission") on November 9, 2005 (the "Original Filing"). With the exception of the foregoing, no other information in the Form 10-Q is being supplemented, updated or amended.

PART II. OTHER INFORMATION

Item 6. Exhibits

(a) Exhibits

:

- 10 Acquisition agreement by and between Stifel Financial Corp. and Citigroup Inc., filed herewith.
- 11 Statement re computation of per share earnings (set forth in "Note F - Earnings Per Share ("EPS)") of the Notes to Condensed Consolidated Financial Statements (Unaudited)).
- 31.1 Certification by the Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- 31.2 Certification by the Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- 32 Certification pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. This exhibit is furnished to the SEC.

SIGNATURES

Pursuant to the requirement of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

STIFEL FINANCIAL CORP

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(Registrant)

Date: January 17, 2006

By: /s/ Ronald J. Kruszewski

Ronald J. Kruszewski
(President and Chief Executive Officer)

Date: January 17, 2006

By: /s/ James M. Zemlyak

James M. Zemlyak
(Principal Financial and Accounting Officer)

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EXHIBIT INDEX

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