

STIFEL FINANCIAL CORP

Form 4

April 12, 2006

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 *
OATES JAMES M

(Last) (First) (Middle)

522 LAKESHORE DRIVE

(Street)

ELKINS, NH 03233

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
STIFEL FINANCIAL CORP [SF]

3. Date of Earliest Transaction
(Month/Day/Year)
04/11/2006

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)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	04/11/2006		M		1,067 A \$ 7.8	52,794	D
Common Stock	04/11/2006		M		801 A \$ 8.7	53,595	D
Common Stock	04/11/2006		M		534 A \$ 13.89	54,129	D
Common Stock	04/11/2006		M		200 A \$ 20.22	54,329	D
Common Stock	04/11/2006		M		1,333 A \$ 7.9688	55,662	D
Common Stock	04/11/2006		M		1,333 A	56,995	D

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Common Stock	\$						
	8.3438						
Common Stock		6,266	I				by Spouse

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)	8. Amount or Number of Shares
Stock Option (Option to Buy)	\$ 7.8	04/11/2006		M	1,067	<u>(1)</u> 01/02/2012	Common Stock	1,067
Stock Option (Option to Buy)	\$ 8.7	04/11/2006		M	801	<u>(2)</u> 01/30/2013	Common Stock	801
Stock Option (Option to Buy)	\$ 10.8276	04/11/2006		M	1,333	<u>(3)</u> <u>(4)</u>	Common Stock	1,333
Stock Option (Option to Buy)	\$ 10.8276	04/11/2006		M	1,333	<u>(3)</u> <u>(4)</u>	Common Stock	1,333
Stock Option (Option to Buy)	\$ 13.89	04/11/2006		M	534	<u>(5)</u> 02/03/2014	Common Stock	534
	\$ 20.22	04/11/2006		M	200	<u>(6)</u> 01/03/2015		200

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Stock Option (Option to Buy)					Common Stock	
Phantom Stock Units	\$ 0	01/02/2002	01/02/2012	Common Stock		200
Phantom Stock Units	\$ 0	01/29/2002	01/29/2012	Common Stock		175
Phantom Stock Units	\$ 0	02/01/2002	02/01/2012	Common Stock		181
Phantom Stock Units	\$ 0	03/01/2002	03/01/2012	Common Stock		174
Phantom Stock Units	\$ 0	04/01/2002	04/01/2012	Common Stock		163
Phantom Stock Units	\$ 0	05/01/2002	05/01/2012	Common Stock		156
Phantom Stock Units	\$ 0	05/09/2002	05/09/2012	Common Stock		166
Phantom Stock Units	\$ 0	06/01/2002	06/01/2012	Common Stock		154
Phantom Stock Units	\$ 0	07/01/2002	07/01/2012	Common Stock		165
Phantom Stock Units	\$ 0	07/23/2002	07/23/2012	Common Stock		155
Phantom Stock Units	\$ 0	08/01/2002	08/01/2012	Common Stock		172
Phantom Stock Units	\$ 0	09/03/2002	09/03/2012	Common Stock		161
Phantom Stock Units	\$ 0	10/01/2002	10/01/2012	Common Stock		165
	\$ 0	10/28/2002	10/28/2012			199

Phantom Stock Units					Common Stock	
Phantom Stock Units	\$ 0		11/01/2002	11/01/2012	Common Stock	174
Phantom Stock Units	\$ 0		12/02/2002	12/02/2012	Common Stock	177
Phantom Stock Units	\$ 0		01/02/2003	01/02/2013	Common Stock	189
Phantom Stock Units	\$ 0		01/30/2003	01/30/2013	Common Stock	208
Phantom Stock Units	\$ 0		02/03/2003	02/03/2013	Common Stock	177
Phantom Stock Units	\$ 0		03/03/2003	03/03/2013	Common Stock	175
Phantom Stock Units	\$ 0		04/01/2003	04/01/2013	Common Stock	179
Phantom Stock Units	\$ 0		05/01/2003	05/01/2013	Common Stock	172
Phantom Stock Units	\$ 0		05/12/2003	05/12/2013	Common Stock	195
Phantom Stock Units	\$ 0		06/01/2013	06/01/2013	Common Stock	166

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OATES JAMES M 522 LAKESHORE DRIVE ELKINS, NH 03233	X			

Signatures

By: Forrest M. Smith For: James M.
Oates

04/12/2006

__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) Options vest in 20% increments on 1/2/03, 1/2/04, 1/2/05, 1/2/06 and 1/2/07.
- (2) Currently exercisable.
- (3) Options vest over time.
- (4) Various expiration dates.
- (5) Options vest in 20% increments yearly from the grant date.
- (6) Options vest in 20 percent increments on 1/3/06, 1/3/07, 1/3/08, 1/3/09 and 1/3/10.

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.