

KRUSZEWSKI RONALD J  
Form 4  
April 01, 2009

**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 \*  
KRUSZEWSKI RONALD J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2724 TURNBERRY PARK LANE

3. Date of Earliest Transaction (Month/Day/Year)  
03/31/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)

CHIEF EXECUTIVE OFFICER

(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

ST. LOUIS, MO 63131

(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                    | 03/31/2009                           |  | M                              |   | 24,000  | A  | \$ 5.2188   |             |
| Common Stock                    | 03/31/2009                           |  | F                              |   | 2,812   | D  | \$ 44.55  |             |
| Common Stock                    | 03/31/2009                           |  | F                              |   | 8,995   | D  | \$ 44.55  |             |
| Common Stock                    |                                      |  |                                |   |   |  | 2,399   |             |
|                                 |                                      |  |                                |   |   |  | I   | by Daughter |
| Common Stock                    |                                      |  |                                |   |   |  | 6,000   |             |
|                                 |                                      |  |                                |   |   |  | I   | by Son      |

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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) |              |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title        | Amount or Number of Shares |
| Stock Option (Option to Buy)               | \$ 5.2188  | 03/31/2009                           |  | M                              | 24,000  | <u>(1)</u>   | 01/02/2012  | Common Stock | 24,000                     |
| Phantom Stock Units                        | \$ 0   |                                      |  |                                |   | <u>(2)</u>   | <u>(3)</u>  | Common Stock | 289,057                    |
| Stock Option (Option to Buy)               | \$ 8.6925  |                                      |  |                                |   | <u>(4)</u>   | 02/10/2013  | Common Stock | 60,000                     |
| Stock Option (Option to Buy)               | <u>(5)</u>   |                                      |  |                                |   | <u>(6)</u>   | <u>(7)</u>  | Common Stock | 90,000                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| KRUSZEWSKI RONALD J<br>2724 TURNBERRY PARK LANE<br>ST. LOUIS, MO 63131 | X             |           | CHIEF EXECUTIVE OFFICER |       |

## Signatures

RONALD J  
KRUSZEWSKI

04/01/2009

Date

\_\_Signature of Reporting  
Person

## 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) Units vest in 20% increments over a five year period.
- (3) No expiration date for these Units.
- (4) Options vest in 20% increments on 2/10/04, 2/10/05, 2/10/06, 2/10/07 and 2/10/08.
- (5) Various exercise prices.
- (6) Various exercisable dates.
- (7) Various expiration dates.

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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