

OATES JAMES M  
Form 4  
February 13, 2006

**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 \*  
OATES JAMES M

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)  
522 LAKESHORE DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/13/2006

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

ELKINS, NH 03233  
(City) (State) (Zip)

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

**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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    | 02/13/2006                           |  | M                              | 378 A \$ 0  | 51,727  | D  |                                   |
| 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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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Phantom Stock Units                        | \$ 0   | 02/13/2006                           |  | M                              | 378   | 04/01/2004 <sup>(1)</sup> <u>          </u> <sup>(2)</sup> | Common Stock  | 378                           |
| 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                              | \$ 0   |                                      |  |                                |   | 07/23/2002 07/23/2012                                      | Common Stock  | 155                           |

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|                           |      |  |            |            |                 |     |
|---------------------------|------|--|------------|------------|-----------------|-----|
| Units                     |      |  |            |            |                 |     |
| Phantom<br>Stock<br>Units | \$ 0 |  | 08/01/2002 | 08/01/2012 | Common<br>Stock | 172 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 09/03/2002 | 09/03/2012 | Common<br>Stock | 161 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 10/01/2002 | 10/01/2012 | Common<br>Stock | 165 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 10/28/2002 | 10/28/2012 | Common<br>Stock | 199 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 11/01/2002 | 11/01/2012 | Common<br>Stock | 174 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 12/02/2002 | 12/02/2012 | Common<br>Stock | 177 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 01/02/2003 | 01/02/2013 | Common<br>Stock | 189 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 01/30/2003 | 01/30/2013 | Common<br>Stock | 208 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 02/03/2003 | 02/03/2013 | Common<br>Stock | 177 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 03/03/2003 | 03/03/2013 | Common<br>Stock | 175 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 04/01/2003 | 04/01/2013 | Common<br>Stock | 179 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 05/01/2003 | 05/01/2013 | Common<br>Stock | 172 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 05/12/2003 | 05/12/2013 | Common<br>Stock | 195 |
| Phantom<br>Stock<br>Units | \$ 0 |  | 06/01/2013 | 06/01/2013 | Common<br>Stock | 166 |

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|                           |      |            |            |                 |     |
|---------------------------|------|------------|------------|-----------------|-----|
| Phantom<br>Stock<br>Units | \$ 0 | 07/01/2003 | 07/01/2013 | Common<br>Stock | 168 |
| Phantom<br>Stock<br>Units | \$ 0 | 08/01/2003 | 08/01/2013 | Common<br>Stock | 171 |
| Phantom<br>Stock<br>Units | \$ 0 | 08/06/2003 | 08/06/2013 | Common<br>Stock | 425 |
| Phantom<br>Stock<br>Units | \$ 0 | 09/01/2003 | 09/01/2013 | Common<br>Stock | 161 |
| Phantom<br>Stock<br>Units | \$ 0 | 10/01/2003 | 10/01/2013 | Common<br>Stock | 863 |

## Reporting Owners

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

## Signatures

By: Forrest M. Smith For: James M.  
Oates 02/13/2006

\_\_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) Units vest quarterly over a one year period.

(2) No expiration date for these Units.

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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