

SILL STEPHEN M
Form 4/A
February 19, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
SILL STEPHEN M

2. Issuer Name and Ticker or Trading Symbol
SECURITY NATIONAL FINANCIAL CORP [SNFCA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1595 NORTH FORT LANE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP, Treasurer, CFO

LAYTON, UT 84041

4. If Amendment, Date Original Filed(Month/Day/Year)
10/18/2012

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Class A Common Stock | 08/15/2012 | | M | | 8,269 | A | \$ 1.66 |
| Class A Common Stock | 08/15/2012 | | F | | 3,932 | D | \$ 3.49 |
| Class A Common Stock | 08/15/2012 | | M | | 3,937 | A | \$ 1.24 |
| Class A Common | 08/15/2012 | | F | | 1,398 | D | \$ 3.49 |

Edgar Filing: SILL STEPHEN M - Form 4/A

Stock

Class A
Common Stock 08/15/2012 M 1,875 A \$ 1.56 0 D

Class A
Common Stock 08/15/2012 F 838 D \$ 3.49 55,148 ⁽¹⁾ D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title |
| Employee Stock Option (right to buy) | \$ 1.66 ⁽²⁾ | 12/03/2010 | | M | 8,269 ⁽²⁾ | 03/03/2011 12/03/2020 | Class A Common Stock 8, |
| Employee Stock Option (right to buy) | \$ 1.24 ⁽³⁾ | 12/02/2011 | | M | 3,937 ⁽³⁾ | 03/02/2012 ⁽³⁾ 12/02/2021 | Class A Common Stock 3, |
| Employee Stock Option (right to buy) | \$ 1.56 ⁽⁴⁾ | 04/13/2012 | | M | 1,875 ⁽⁴⁾ | 07/13/2012 ⁽⁴⁾ 04/13/2022 | Class A Common Stock 1, |
| Employee Stock Option (right to buy) | \$ 3.17 ⁽⁵⁾ | 03/31/2008 | | A | 9,116 ⁽⁵⁾ | 06/30/2008 03/31/2018 | Class A Common Stock 9, |

| | | | | | | | | |
|--|------------------------|------------|---|-------------------------|---------------------------|------------|----------------------------|----|
| Employee Stock Option (right to buy) | \$ 3.04 ⁽⁶⁾ | 12/04/2009 | A | 8,682 ⁽⁶⁾ | 03/04/2010 | 12/04/2019 | Class A Common Stock | 8, |
| Employee Stock Option (right to buy) | \$ 1.24 ⁽³⁾ | 12/02/2011 | A | 3,938 ⁽³⁾ | 03/02/2012 ⁽³⁾ | 12/02/2021 | Class A Common Stock | |
| Employee Stock Option (right to buy) | \$ 1.56 ⁽⁴⁾ | 04/13/2012 | A | 5,625 ⁽⁴⁾ | 07/13/2012 ⁽⁴⁾ | 04/13/2022 | Class A Common Stock | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SILL STEPHEN M 1595 NORTH FORT LANE LAYTON, UT 84041 | | | VP, Treasurer, CFO | |

Signatures

/s/ Stephen M.
Sill

02/19/2013

**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).

Owned jointly by the reporting person and his wife. Does not include 47,235 shares of Class A Common Stock owned indirectly by the reporting person in the Employee Stock Ownership Plan (ESOP), the 401(k) Retirement Savings Plan, and the Deferred Compensation Plan.

(2) This option was originally reported as an option for 7,500 shares of Class A Common Stock at an exercise price of \$1.83 per share, but adjusted pursuant to the anti-dilution provisions of the 2003 Stock Option Plan to reflect 5% stock dividends paid on February 4, 2011 and February 3, 2012.

(3) This option was granted on December 2, 2011 as an option for 7,500 shares of Class A Common Stock at an exercise price of \$1.30 per share, but adjusted pursuant to the anti-dilution provisions of the 2003 Stock Option Plan to reflect 5% stock dividends paid on February 3, 2012. The option vests in four equal quarterly installments of Class A Common Stock beginning on March 2, 2012, until such shares are fully vested.

(4) This option was granted on April 13, 2012 as an option for 7,500 shares of Class A Common Stock at an exercise price of \$1.56 per share. The option vests in four equal quarterly installments of Class A Common Stock, beginning on July 13, 2012, until such shares are fully vested.

(5) This option was originally reported as an option for 7,500 shares of Class A Common Stock at an exercise price of \$3.85 per share, but adjusted pursuant to the anti-dilution provisions of the 2003 Stock Option Plan to reflect 5% stock dividends paid on February 6, 2009,

Edgar Filing: SILL STEPHEN M - Form 4/A

February 5, 2010, February 4, 2011 and February 3, 2012.

- This option was granted December 4, 2009 for 7,500 shares of Class A Common Stock at an exercise price of \$3.52 per share, but
- (6) adjusted pursuant to the anti-dilution provisions of the 2003 Stock Option Plan to reflect 5% stock dividends paid on February 5, 2010, February 4, 2011 and February 3, 2012.

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.