

STIFEL FINANCIAL CORP
 Form 4
 May 11, 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 *
LEFTON ROBERT E

(Last) (First) (Middle)

61 LADUE ESTATES DRIVE

(Street)

ST. LOUIS, MO 63141

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
05/09/2006

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)
Common Stock				(A) or (D)	15,372	D	

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

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SEC 1474
 (9-02)

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	\$ 0	05/09/2006		A		1,770		<u>(1)</u>	<u>(2)</u>	Common Stock	1,770
Phantom Stock Units	\$ 0							01/29/2002	01/29/2012	Common Stock	128
Phantom Stock Units	\$ 0							05/09/2002	05/09/2012	Common Stock	97
Phantom Stock Units	\$ 0							10/28/2002	10/28/2012	Common Stock	199
Phantom Stock Units	\$ 0							01/30/2003	01/30/2013	Common Stock	208
Phantom Stock Units	\$ 0							03/03/2003	03/03/2013	Common Stock	541
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							06/01/2003	06/01/2013	Common Stock	166
Phantom Stock Units	\$ 0							07/01/2003	07/01/2013	Common Stock	168

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Phantom Stock Units	\$ 0	08/01/2003	08/01/2013	Common Stock	171
Phantom Stock Units	\$ 0	08/06/2003	08/06/2013	Common Stock	425
Phantom Stock Units	\$ 0	09/01/2003	09/01/2013	Common Stock	161
Phantom Stock Units	\$ 0	10/01/2003	10/01/2013	Common Stock	863
Phantom Stock Units	\$ 0	01/01/2004	01/01/2014	Common Stock	618
Stock Option (Option to Buy)	\$ 7.8	<u>(3)</u>	01/02/2012	Common Stock	1,333
Stock Option (Option to Buy)	\$ 8.7	<u>(4)</u>	01/30/2013	Common Stock	1,333
Stock Option (Option to Buy)	\$ 13.89	<u>(5)</u>	02/03/2014	Common Stock	1,333
Stock Option (Option to Buy)	\$ 20.22	<u>(6)</u>	01/03/2015	Common Stock	1,000
Stock Option (Option to Buy)	\$ 38.25	<u>(7)</u>	01/03/2016	Common Stock	1,000
Stock Option (Option to Buy)	<u>(8)</u>	<u>(9)</u>	<u>(10)</u>	Common Stock	7,006

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

LEFTON ROBERT E
61 LADUE ESTATES DRIVE X
ST. LOUIS, MO 63141

Signatures

By: Forrest M. Smith For: Robert E. Lefton 05/11/2006

__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.
- (3) Options vest in 20% increments on 1/2/03, 1/2/04, 1/2/05, 1/2/06 and 1/2/07.
- (4) Options vest in 20% increments on 1/3/04, 1/3/05, 1/3/06, 1/3/07 and 1/3/08.
- (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.
- (7) Options vest in 20% increments on 1/3/07, 1/3/08, 1/3/09, 1/3/10 and 1/3/11.
- (8) Various exercise prices.
- (9) Currently exercisable.
- (10) 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. 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.