

MCCUAIG SCOTT B
 Form 4
 February 14, 2005

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 *
MCCUAIG SCOTT B

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)
15 PORTLAND PLACE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
02/11/2005

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

ST. LOUIS, MO 63108
 (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				(A) or (D) Price	67,896	D	

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	\$ 0	02/11/2005		A	5,564	02/11/2005	<u>(1)</u>	Common Stock	5,564
Phantom Stock Units	\$ 0	02/11/2005		A	2,086	01/01/2008	<u>(1)</u>	Common Stock	2,086
Phantom Stock Units	\$ 0	02/11/2005		A	1,391	01/01/2008	<u>(1)</u>	Common Stock	1,391
Phantom Stock Units	\$ 0	02/11/2005		A	8,346	<u>(2)</u>	<u>(1)</u>	Common Stock	8,346
Restricted Stock Units	\$ 0					<u>(3)</u>	<u>(1)</u>	Common Stock	10,500
Stock Option (Option to Buy)	\$ 7.8					<u>(4)</u>	01/02/2012	Common Stock	26,667
Stock Option (Option to Buy)	\$ 8.6925					<u>(5)</u>	02/10/2013	Common Stock	26,667
Stock Option (Option to Buy)	<u>(6)</u>					<u>(3)</u>	<u>(7)</u>	Common Stock	101,867

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCUAIG SCOTT B 15 PORTLAND PLACE	X		PRESIDENT RETAIL GROUP	

ST. LOUIS, MO 63108

Signatures

SCOTT B
MCCUAIG

02/14/2005

__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) No expiration date for these Units.
- (2) Phantom Stock Units vest in 33 1/3% increments on 1/1/06, 1/1/07 and 1/1/08.
- (3) Various exercisable dates.
- (4) Options vest in 20% increments on 1/2/03, 1/2/04, 1/2/05, 1/2/06 and 1/2/07.
- (5) Options vest in 20% increments on 2/10/04, 2/10/05, 2/10/06, 2/10/07 and 2/10/08.
- (6) Various exercise prices.
- (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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