

BAER ROBERT J  
Form 4  
May 12, 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 \*  
BAER ROBERT J

(Last) (First) (Middle)

UNIGROUP INC, ONE PREMIER DR

(Street)

FENTON, MO 63026

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/11/2005

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)
			Code	V	Amount (A) or (D) Price		
Common Stock	05/12/2005		M		267 \$ 8.7	4,532	D
Common Stock	05/12/2005		M		267 \$ 13.89	4,799	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)

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**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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Units	\$ 0	05/11/2005		A	1,951		(1)	(2)	Common Stock	1,951
Stock Option (Option to Buy)	\$ 8.7	05/12/2005		M	267		(3)	01/30/2013	Common Stock	267
Stock Option (Option to Buy)	\$ 13.89	05/12/2005		M	267		(4)	02/03/2014	Common Stock	267
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	92
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 Units	\$ 0							08/01/2002 08/01/2012	Common Stock	172
Phantom Stock Units	\$ 0							09/03/2002 09/03/2012	Common Stock	161
Phantom Stock Units	\$ 0							10/01/2002 10/01/2012	Common Stock	165

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Phantom Stock Units	\$ 0	10/28/2002	10/28/2012	Common Stock	109
Phantom Stock Units	\$ 0	11/01/2002	11/01/2012	Common Stock	174
Phantom Stock Units	\$ 0	12/02/2002	12/02/2012	Common Stock	177
Phantom Stock Units	\$ 0	01/02/2003	01/02/2013	Common Stock	189
Phantom Stock Units	\$ 0	01/30/2003	01/30/2013	Common Stock	115
Phantom Stock Units	\$ 0	02/03/2003	02/03/2013	Common Stock	177
Phantom Stock Units	\$ 0	03/03/2003	03/03/2013	Common Stock	175
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	106
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
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	340
Phantom Stock	\$ 0	09/01/2003	09/01/2013	Common Stock	161

Units					
Phantom Stock Units	\$ 0	10/01/2003	10/01/2013	Common Stock	785
Phantom Stock Units	\$ 0	01/01/2004	01/01/2014	Common Stock	562
Stock Option (Option to Buy)	\$ 10.9125	<u>(5)</u>	05/09/2012	Common Stock	4,001
Stock Option (Option to Buy)	\$ 20.22	<u>(6)</u>	01/03/2015	Common Stock	1,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAER ROBERT J UNIGROUP INC ONE PREMIER DR FENTON, MO 63026		X		

## Signatures

ROBERT J  
BAER

05/12/2005

\*\*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) Units vest quarterly over a one year period.
- (2) No expiration date for these Units.
- (3) Options vest in 20% increments on 1/3/04, 1/3/05, 1/3/06, 1/3/07 and 1/3/08.
- (4) Options vest in 20% increments yearly from the grant date.
- (5) Stock Options vest in 20% increments on 5/9/03, 5/9/04, 5/9/05, 5/9/06 and 5/9/07.
- (6) Options vest in 20 percent increments on 1/3/06, 1/3/07, 1/3/08, 1/3/09 and 1/3/10.

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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