

Capitol Federal Financial Inc
Form 4
November 04, 2016

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Ricketts Carlton A.

(Last) (First) (Middle)

C/O CAPITOL FEDERAL
FINANCIAL, 700 KANSAS
AVENUE

(Street)

TOPEKA, KS 66601

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
Capitol Federal Financial Inc
[CFFN]

3. Date of Earliest Transaction
(Month/Day/Year)
11/03/2016

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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
CFFN common stock	11/03/2016		M		51,000	A	\$ 11.91 104,020
CFFN common stock	11/03/2016		M		28,295	A	\$ 14.19 132,315
CFFN common stock	11/03/2016		S		79,295	D	\$ 14.4317 53,020

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CFFN common stock	36,237	I	ESOP
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
CFFN Non-qualified Stock Option	\$ 11.91	11/04/2016		M	17,416	<u>(1)</u> 05/14/2027	CFFN common stock
CFFN Incentive Stock Option	\$ 11.91	11/04/2016		M	33,584	<u>(1)</u> 05/14/2022	CFFN common stock
CFFN Incentive Stock Option	\$ 14.19	11/04/2016		M	28,295	<u>(1)</u> 10/19/2017	CFFN common stock
CFFN phantom stock 2014	\$ 12.11					12/31/2016 ⁽²⁾ 12/31/2016	CFFN common stock
CFFN Phantom Stock	\$ 12.56					12/31/2018 ⁽²⁾ 12/31/2018	CFFN Phantom Stock
CFFN phantom stock 2015	\$ 12.78					12/31/2017 ⁽²⁾ 12/31/2017	CFFN common stock

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

Ricketts Carlton A.
C/O CAPITOL FEDERAL FINANCIAL
700 KANSAS AVENUE
TOPEKA, KS 66601

Executive Vice President

Signatures

James D. Wempe, Power of
Attorney

11/04/2016

__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) All options are vested.
- (2) Phantom stock units are acquired under the Company's Deferred Incentive Bonus Plan. The units are deemed sold and settled in cash three years from date of acquisition.

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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