

SVB FINANCIAL GROUP  
Form 8-K/A  
September 29, 2005

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **August 9, 2005**

**SVB Financial Group**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**000-15637**  
(Commission File Number)

**91-1962278**  
(I.R.S. Employer Identification No.)

**3003 Tasman Drive, Santa Clara, CA 95054-1191**

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(408) 654-7400**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.142-12)
  
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.04 Temporary Suspension of Trading Under Registrant's Employee Benefit Plans.**

On September 29, 2005, SVB Financial Group delivered a notice to participants in the Silicon Valley Bank 401(k)/ESOP Plan (the Plan) informing such participants that the SVB Financial Group Stock Fund (which represents investments in shares of SVB Financial Group common stock) in the Plan will continue to be blacked out to exchanges into and new contributions into the fund for an extended period of time. The notice specified that the black out period was currently expected to terminate on November 30, 2005, rather than September 30, 2005 as provided in the notice previously delivered on August 9, 2005. The notice specified that participants could determine whether the black out period had ended by contacting Fidelity Investments at 1-800-835-5095 or logging on to Fidelity NetBenefits® at www.401k.com. In addition, the notice specified that questions about the notice could be directed to Robert Coleman, Director of Total Rewards and Accountability, 3003 Tasman Drive, Santa Clara, California 95054, or by telephone to (408) 654-7752.

This black out was initially implemented as a result of SVB Financial Group's failure to timely file its Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2005 and the suspension of certain sales of its common stock pursuant to outstanding Registration Statements on Form S-8.

**Item 8.01 Other Events.**

On September 29, 2005, SVB Financial Group updated the status of the filing of its Quarterly Report on Form 10-Q for the fiscal quarter ended June 30, 2005, and indicated that it expected the report would be filed by November 30, 2005.

A copy of the press release is attached as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

(c) Exhibits.

| Exhibit No. | Description                                                                                              |
|-------------|----------------------------------------------------------------------------------------------------------|
| 99.1        | Press Release, dated as of September 29, 2005, announcing update of Form 10-Q filing for second quarter. |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 29, 2005

**SVB FINANCIAL GROUP**

By: /s/ DEREK WITTE  
Name: Derek Witte  
Title: General Counsel

**Exhibit Index**

| <b>Exhibit No.</b> | <b>Description</b>                                                                                       |
|--------------------|----------------------------------------------------------------------------------------------------------|
| 99.1               | Press Release, dated as of September 29, 2005, announcing update of Form 10-Q filing for second quarter. |