

Capitol Federal Financial Inc
 Form 4
 January 02, 2014

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 *
 Jackson Rick C

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 12/31/2013

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

CAPITOL FEDERAL FINANCIAL, 700 SOUTH KANSAS AVENUE, SUITE 517

(Street)

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

TOPEKA, KS 66603

(City) (State) (Zip)

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)
				(A) or (D)	Price		
				Code	V Amount		
CFFN common stock	12/31/2013		M	2,542	A 11.91 <u>(1)</u>	85,295	D
CFFN common stock	12/31/2013		D	2,542	D 12.11 <u>(1)</u>	82,753	D
CFFN common stock						39,095	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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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 Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
CFFN phantom stock 2011	\$ 11.91	12/31/2013		M	2,542 (1)	12/31/2013	12/31/2013	CFFN common stock
CFFN phantom stock 2012	\$ 11.54					12/31/2014	12/31/2014	CFFN common stock
CFFN phantom stock 2013	\$ 11.69					12/31/2015	12/31/2015	CFFN common stock
CFFN phantom stock 2014	\$ 12.11	12/31/2013		A	2,752	12/31/2016	12/31/2016	CFFN common stock
CFFN Incentive Stock Option	\$ 11.91					(3)	05/14/2022	CFFN common stock
CFFN Non-qualified Stock Option	\$ 11.91					(4)	05/14/2027	CFFN common stock
CFFN Incentive Stock Option	\$ 14.43					(5)	01/26/2020	CFFN common stock
CFFN Non-qualified Stock Option	\$ 14.43					(5)	01/26/2025	CFFN common stock

