#### Edgar Filing: CAPITOL FEDERAL FINANCIAL - Form 4

#### CAPITOL FEDERAL FINANCIAL

Form 4

February 16, 2006

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** 

**OMB APPROVAL** 

3235-0287 Number:

January 31, Expires: 2005

burden hours per 0.5

Estimated average response...

5. Relationship of Reporting Person(s) to

Issuer

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

2. Issuer Name and Ticker or Trading

may continue. See Instruction

30(h) of the Investment Company Act of 1940 1(b).

Symbol

(Print or Type Responses)

DICUS JOHN C

1. Name and Address of Reporting Person \*

			CAPITOL FEDERAL FINANCIAL [cffn]				CIAL	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of (Month/D	Earliest To ay/Year)	ransaction			_X_ Director Officer (give below)		Owner er (specify	
700 SOUTH	H KANSAS A	VENUE	02/15/20	006				561011)	001011)		
				. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
		(7:)						Person			
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	Securit	ties Acq	uired, Disposed o	of, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ear) Execution	emed on Date, if /Day/Year)	3. Transacti Code (Instr. 8)	4. Securit on(A) or Di (Instr. 3,	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	02/15/2006			M	45,000	A	\$ 9.22	304,817	D		
CFFN Common Stock								14,040	I	ESOP	
CFFN Common Stock								202,500	I	By Spouse	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (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. Transactio Code (Instr. 8)	5. Number of or 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 Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
CFFN Non-Qualified Stock Option 04/18/2000	\$ 9.22	02/15/2006		M	45,000	<u>(1)</u>	04/18/2015	CFFN Common Stock	45,0
CFFN Phantom Stock 2004	\$ 36.07					(2)	01/25/2007	CFFN Common Stock	55
CFFN Phantom Stock 2006	\$ 32.94					(2)	01/25/2009	CFFN Common Stock	4,2

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DICUS JOHN C 700 SOUTH KANSAS AVENUE X TOPEKA, KS 66603

## **Signatures**

James D. Wempe, Power of

Attorney 02/16/2006

\*\*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)** 

Reporting Owners 2

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A total of 89,155 options vested on each of the following dates; April 18, 2000, April 18, 2001, April 18, 2002, April 18, 2003 and April 18, 2004.

(2) Phantom stock units were 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.