DICUS JOHN B Form 4 January 04, 2013

## 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

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

OMB

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Number:

**OMB APPROVAL** 

3235-0287

0.5

burden hours per response...

Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person \*

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

2. Issuer Name and Ticker or Trading

Capitol Federal Financial Inc

Symbol

[CFFN]

(Print or Type Responses)

DICUS JOHN B

			[CFFN	J					• •		
	(First)  FOL FEDERAL  AL, 700 SOUTH  AVENUE			of Earliest T Day/Year) 2012	ransaction	ı		_X_ Director _X_ Officer (gibelow)		% Owner her (specify lent	
(Street) 4. If Amendment, Date Origi				ate Origin	riginal 6. Individual or Joint/Group Filing(Check						
Filed(Month/Day/Year)						Applicable Line) _X_ Form filed by One Reporting Person					
TOPEKA, KS 66603								Form filed by More than One Reporting Person			
(City)	(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security (Instr. 3)	2. Transaction Day/Yea		n Date, if	3. Transactic Code (Instr. 8)	4. Securi on(A) or D (Instr. 3,	ispose 4 and (A) or	d 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)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
CFFN common stock	12/31/2012			M	6,487	A	\$ 13.9 (1)	1,300,848	D		
CFFN common stock	12/31/2012			D	6,487	D	\$ 11.69 (1)	1,294,361	D		
CFFN common stock								69,182	I	ESOP	

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CFFN common stock	6,723	I	Custodian for Child 1
CFFN common stock	6,791	I	Custodian for Child 2
CFFN common stock	6,791	I	Custodian for Child 3
CFFN common stock	226	I	Spouse for Child 1
CFFN common stock	226	I	Spouse for Child 2
CFFN common stock	226	I	Spouse for Child 3

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. Transactic Code (Instr. 8)	5. Number of Derivative Securities Acquired Disposed (Instr. 3, 4)	(A) or of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Underlying S (Instr. 3 and 4
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
CFFN phantom stock 2010	\$ 13.9	12/31/2012		M		6,487 (1)	12/31/2012	12/31/2012	CFFN common stock
CFFN phantom stock 2011	\$ 11.91						12/31/2013	12/31/2013	CFFN common stock
CFFN phantom stock 2012	\$ 11.54						12/31/2014	12/31/2014	CFFN common stock
	\$ 11.69	12/31/2012		A	12,831		12/31/2015	12/31/2015	

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CFFN phantom stock 2013				CFFN common stock
CFFN Incentive Stock Option	\$ 11.91	(3)	05/14/2022	CFFN common stock
CFFN Non-qualified Stock Option	\$ 11.91	<u>(4)</u>	05/14/2027	CFFN common stock

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

DICUS JOHN B C/O CAPITOL FEDERAL FINANCIAL 700 SOUTH KANSAS AVENUE TOPEKA, KS 66603

X Chairman and President

## **Signatures**

James D. Wempe, Power of

Attorney 01/04/2013

\*\*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).
- Transaction reflects the deemed conversion of phantom stock units previously acquired under the Issuer's Deferred Incentive Bonus Plan (1) into the underlying shares of common stock and the deemed simultaneous disposition of such shares in connection with the cash settlement of such phantom stock units.
- (2) The phantom stock units were acquired under the Issuer's Deferred Incentive Bonus Plan and are settled in cash three years from the date of acquisition.
- (3) 8,396 options will vest on January 10, 2013, January 10, 2014, January 10, 2015 and January 10, 2016.
- (4) 25,029 options will vest on January 10, 2013, January 10, 2014, January 10, 2015 and January 10, 2016.

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.

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