

Jackson Rick C
Form 4
January 04, 2013

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)
12/31/2012

____ 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)	(A) or (D)	5. Amount or Price	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)
CFFN common stock	12/31/2012		M	249	A	\$ 13.89	83,002	D	
CFFN common stock	12/31/2012		D	249	D	\$ 11.69	82,753	D	
CFFN common stock							34,079	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 of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
CFFN phantom stock 2010	\$ 13.89	12/31/2012		M	249	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
CFFN phantom stock 2013	\$ 11.69	12/31/2012	12/31/2012	A	4,028	12/31/2015 ⁽¹⁾ 12/31/2015	CFFN common stock
CFFN Incentive Stock Option	\$ 11.91					⁽²⁾ 05/14/2022	CFFN common stock
CFFN Non-qualified Stock Option	\$ 11.91					⁽³⁾ 05/14/2027	CFFN common stock
CFFN Incentive Stock Option	\$ 14.43					⁽⁴⁾ 01/26/2020	CFFN common stock
CFFN Non-qualified Stock Option	\$ 14.43					⁽⁴⁾ 01/26/2025	CFFN common stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jackson Rick C CAPITOL FEDERAL FINANCIAL 700 SOUTH KANSAS AVENUE, SUITE 517 TOPEKA, KS 66603			Executive Vice 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).
- (1) 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.
- (2) 8,396 shares vest on January 10, 2013, Janaury 10, 2014, January 10, 2015 and January 10, 2016.
- (3) 4,354 options vest on January 10, 2013, January 10, 2014, January 10, 2015 and January 10, 2016.
- (4) Options vested or will vest on January 26, 2010, January 26, 2011, January 26, 2012, January 26, 2013 and January 26, 2014.

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.