SEC Form 4

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FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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Instruction 1(b).			Filed pursuant to Section 16(a) of the Securities Exchange Act of 19						
			or Section 30(h) of the Investment Company Act of 1940						
1. Name and Address of Reporting Person [*] Sepulveda Carlos M			2. Issuer Name and Ticker or Trading Symbol <u>Triumph Financial, Inc.</u> [TFIN]		k all applicable)	of Reporting Person(s) to Issuer icable)			
<u>Bepuiveda</u>					Director	10% Owner			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/14/2023		Officer (give title below)	Other (specify below)			
12700 PARK CENTRAL DRIVE SUITE 1700			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	dual or Joint/Group Filing (Check Applicable				
				X	porting Person				
(Street) DALLAS TX 75251		75251			Form filed by More the Person	an One Reporting			
		,5251	Rule 10b5-1(c) Transaction Indication						
(City)	(State)	(Zip)	Check this box to indicate that a transaction was made pursuan satisfy the affirmative defense conditions of Rule 10b5-1(c). See	an that is intended to					

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 Disposed Of 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	12/14/2023		S		13,500	D	\$76.1 ⁽¹⁾	366,625(2)	D	
Depository Shares ⁽³⁾								12,798	D	

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. Transa Code (8)		of Deriv Secu Acqu (A) o Dispo of (D (Instr	5. Number of Expiration Date Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Amount of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The reported price in Column 4 represents the weighted average price per share. Reporting person shall provide upon request by the Commission staff, the Issuer, or a Security Holder of the Issuer, full information regarding the number of shares purchased at each separate price.

2. Consists of (i) 224,399 shares of common stock of Issuer beneficially owned by reporting person, and (ii) 142,226 shares of common stock of Issuer beneficially owned jointly with reporting person's spouse Susan Sepulveda.

3. Each Depository Shares represents a 1/40th interest in a share of the Issuer's 7.125% Series C Fixed Rate Non-Cumulative Perpetual Preferred Stock, par value \$0.01 per share.

Remarks:

/s/ Adam D. Nelson, Attorneyin-fact <u>12/15/2023</u>

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.