

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Ritterbusch Todd</u>  (Last) (First) (Middle) 12700 PARK CENTRAL DRIVE SUITE 1700  (Street) DALLAS TX 75251  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Triumph Financial, Inc. [ TFIN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President - TBK Bank, SSB
	3. Date of Earliest Transaction (Month/Day/Year) 12/13/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/13/2024		M		945	A	\$31	8,379	D	
Common Stock	12/13/2024		M		2,931	A	\$26.25	11,310	D	
Common Stock	12/13/2024		M		1,093	A	\$69.44	12,403	D	
Common Stock	12/13/2024		M		744	A	\$51.25	13,147	D	
Common Stock	12/13/2024		F		485 <sup>(1)</sup>	D	\$101.84	12,662	D	
Common Stock	12/13/2024		F		1,286 <sup>(1)</sup>	D	\$101.84	11,376	D	
Common Stock	12/13/2024		F		829 <sup>(1)</sup>	D	\$102.2	10,547	D	
Common Stock	12/13/2024		F		468 <sup>(1)</sup>	D	\$100.95	10,079	D	
Depository Shares <sup>(2)</sup>								21,000	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. 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 Securities Underlying Derivative Security (Instr. 3 and 4)	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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Options	\$31	12/13/2024		M			945	(3)	05/01/2029	Common Stock	945	\$0	0	D	
Employee Stock Options	\$26.25	12/13/2024		M			2,931	(3)	05/01/2030	Common Stock	2,931	\$0	0	D	
Employee Stock Options	\$69.44	12/13/2024		M			1,093	(3)	05/01/2032	Common Stock	1,093	\$0	1,094	D	
Employee Stock Options	\$51.25	12/13/2024		M			744	(3)	05/01/2033	Common Stock	744	\$0	2,232	D	

**Explanation of Responses:**

- Represents shares forfeited by the reporting person to satisfy exercise price and tax withholding obligations upon exercise of option shares.
- Each Depository Share represents 1/40th interest in a share of the Issuer's 7.125% Series C Fixed Rate Non-Cumulative Perpetual Preferred Stock, per value \$0.01 per share.
- Represents non-qualified stock option of Issuer granted to reporting person under the Issuer's 2014 Omnibus Incentive Plan. Exercise of the employee stock option is subject to vesting over four years from the date of grant, with one fourth of such options becoming exercisable on each of the first four anniversaries of the date of grant.

**Remarks:**

/s/ Adam D. Nelson, Attorney- 12/17/2024  
in-fact

\*\* 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.**