

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

HCI Group, Inc.

Form: 4/A

Date Filed: 2011-06-28

Corporate Issuer CIK: 1400810

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FORM 4

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

OMB APPR	OVAL
OMB Number:	3235-0

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

287 Estimated average burden hours 0.5 per response...

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

(Print or Type	e nesponses,														5 ()			
Name and Address of Reporting Person McCahill Francis Xavier III								er or Tradi , Inc. [H0		ibol		Relationship of Reporting Person(s) to Issuer (Check all applicable) Number						
	(Last) (First) (Middle) 5300 W. CYPRESS STREET, SUITE 100				ate of 24/2		Transac	ction (Mont	th/Day/	rear)								
TAMBA E	(Street) TAMPA, FL 33607												Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City		(State)	(Zip)				Ta	hle I - No	n-Deriv	ative Se	ecuritie	e Acanin	ed, Disposed o	of or Renet	ficially Owned			
1.Title of Security (Instr. 3) 2. Transactic Date (Month/Day/			E			3. Tr e, if Code	Transaction ode		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			•	eficially Owned	6. Ownership	7. Nature of Indirect Beneficial			
			(Monan Da)		(Month/Day/Yea		ear)	(Instr. 8)		(A) or (D)		Price	nsii. 5 and 4)			Direct (D)	Ownership (Instr. 4)	
Common :	stock											2	2,000			D (1)		
Common	stock		06/24/20	11				М	12	5,200	Α	\$ 2.5	25,200			D		
Common	stock		06/27/20	11				D	85, (2)	,200	D	\$ 6.5	0,000			D		
			h -	n honofio	,	auraad di	iroctly or	indirectly										
Reminder: R	leport on a se	eparate line for eac	n class of securities	Sperienc	ally c	owned ai	ilectly of	Per					ection of informulation				1474 (9-02)	
			Ta	ble II - De	eriva	itive Sec	curities <i>A</i>	Per form OM Acquired, ants, optio	m are r IB cont Dispos ons, cor	not requ rol num ed of, o	ired to ber. or Bene	respond ficially C	unless the for	m displays	a currently va	alid	,	
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	Ta 3A. Deemed Execution Date, if	ble II - Do (e. 4. Transac Code	eriva	5. Num Derivat Securiti Acquire	curities A ls, warra lber of tive	Per form OM Acquired,	m are r IB cont Dispos ons, con xercisa n Date	ed of, on the control of the control	ired to ber. or Bene	ficially Cities) 7. Title a	wned and Amount of ng Securities	m displays 8. Price of	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature	
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Ta 3A. Deemed Execution Date, if any	ble II - Do (e. 4. Transac Code	eriva	5. Num Derivat Securiti Acquire Dispose (Instr. 3	curities A Is, warrander of the cive ies ed (A) or ed of (D)	Per for OM Acquired, ints, optio 6. Date Expiration	m are r IB cont Dispos ons, con xercisa n Date ay/Year	ed of, on the control of the control	ired to aber. or Bener e secur	ficially Coities) 7. Title a	wned and Amount of ng Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership	
1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Ta 3A. Deemed Execution Date, if any	de li - Do (e. 4. Transac Code (Instr. 8)	eriva	5. Num Derivat Securiti Acquire Dispose (Instr. 3	curities A Is, warra aber of cive ies ed (A) or ed of (D) 3, 4, and	Per fori OM Acquired, ints, optio 6. Date E: Expiratior (Month/Da	m are rate of the control of the con	ed of, onvertible ble and	ired to aber. or Bener e secur	respond ficially C ities) 7. Title a Underlyi (Instr. 3	wned and Amount of ng Securities and 4) Amount or Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership	
1. Title of Derivative Security (Instr. 3) Stock Warrant (Right to	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	Ta 3A. Deemed Execution Date, if any	de li - Do (e. 4. Transac Code (Instr. 8)	eriva	5. Num Derivat Securiti Acquire Dispose (Instr. 3	curities A Is, warra aber of itive ies ed (A) or ed of (D) 3, 4, and	Acquired, ints, optio 6. Date E. Expiration ((Month/Da	m are r IB continued in IB con	ed of, onvertible ble and Date	ired to her. Penetro Benetro	respond ficially C ities) 7. Title a Underlyi (Instr. 3	Amount or Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership	

Reporting Owners

Barrantin in Common Names / Addison	Relationships								
Reporting Owner Name / Address		10% Owner	Officer	Other					
McCahill Francis Xavier III 5300 W. CYPRESS STREET SUITE 100 TAMPA, FL 33607	Х		President and CEO						

Signatures

/s/ Cathy J. Welch as Attorney-in-fact for Francis X. McCahill III	06/28/2011
-Signature of Reporting Person	Date

Explanation of Responses:

 * If the form is filed by more than one reporting person, see Instruction 4(b)(v).

- (1) Shares are held jointly with spouse.
- (2) These shares were redeemed by the issuer at a price of \$6.50 per share on June 27, 2011. Such redemption was required under the terms of a voluntary separation agreement between Mr. McCahill and Homeowners Choice, Inc.
- In connection with the Homeowners Choice, Inc. initial public offering ("IPO"), 1,000 units were purchased on 7/30/08 at a price of \$7.00 per unit, with each unit consisting of one share of common (3) stock and one warrant. Two warrants may be exercised to acquire one share of common stock at an exercise grize equal to \$9.10 per share. The warrants may be exercised any time after the closing
- (3) stock and one warrant. Two warrants may be exercised to acquire one share of common stock at an exercise price equal to \$9.10 per share. The warrants may be exercised any time after the closing of the IPO up to five years after the IPO closing date.
- (4) The options were granted pursuant to the Homeowners Choice, Inc. 2007 Stock Option and Incentive Plan.
- (5) These options fully vested effective with the June 1, 2007 grant date.
- (6) Commencing on May 1, 2008 and continuing on the same day of each calendar year thereafter through and including May 1, 2012, the amount of 24,800 options will vest and become exercisable on each such annual vesting date.

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.

FORM 4

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

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

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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type	e Responses)																		
Name and Address of Reporting Person— McCahill Francis Xavier III					Issuer Name and Ticker or Trading Symbol Homeowners Choice, Inc. [HCII]									ţ	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X_ Director10% Owner					
	(Last) (First) (Middle) 5300 W. CYPRESS STREET, SUITE 100				3. Date of Earliest Transaction (Month/Day/Year)										xDirector10% Owner					
5500 W. C	71111200	(Street)	12 100		06/24/2011									-	C. Individue	lar I				
TAMPA, F	TAMPA, FL 33607				4. If Amendment, Date Original FiledMonth/Day/Year) 06/28/2011									-	_X_ Form filed	by One	e Reporting Per re than One Rep		cable Line)	
	(City) (State) (Zip)				Table I - Non-Derivative Securities Acquired,									ired, Dispo	sed (of, or Bene	ficially Owned			
1.Title of Sec	1.Title of Security 2. Transaction				2A. D	eeme	ed		ransactio									eficially Owned	6.	7. Nature
(Instr. 3)			Date (Month/Day	y/Year)	any		Date, if	•	e tr. 8)			sed of 4 and			Following F (Instr. 3 and		ted Transac	tion(s)	Form:	of Indirect Beneficial Ownership
					(Month/Day/Year		y/ rear)			V	Amour) or D)	Price						(Instr. 4)
Common	stock													2	2,000				D (1)	
Common	stock		06/24/20	11					М		125,20	00 A		\$. 2.5	125,200				D	
Common	stock		06/27/20	11					D		35,200 <u>2)</u>	D		\$ 6.5	40,000				D	
																				l .
Reminder: H	leport on a se	eparate line for eacl	h class of securitie	s benef	icially	owne	ed direc	tly or				L				. ,		tained in this	050	1474 (9-02)
			Та							OMB co d, Disp	ontrol n	umber f, or Be	r. enet	ficially (ie ioi	iii dispiays	a currently va	and .	
1. Title of	2.	3. Transaction	3A. Deemed	4.	!		Number	of	6. Date			nd			and Amour			9. Number of	10.	11. Nature
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security		Execution Date, if any (Month/Day/Year)	Code	de str. 8)		On Derivative Securities Acquired (Disposed of (Instr. 3, 4,		(Month/Day (A) or of (D)						3 and 4)		(Instr. 5) Be	Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	of Indirect Beneficial Ownership (Instr. 4)
				Code	e V	/ (A)) ([D)	Date Ex	kercisa	ble Exp	iration e		Title	Amou Numb Share	er of		Transaction(s) (Instr. 4)		
Stock Warrant (Right to Buy)	\$ 9.1 (3)								07/30	0/200	8 07/	30/20)13	Comm	non 500) <u>(3)</u>		1,000	D (1)	
Stock Option (Right to Buy) (4)	\$ 2.5	06/24/2011		М			26,0	000	06/01/	/2007	· <u>(5)</u> 05/	31/20)17	Comm	non 26,	000	\$ 2.5	0	D	
Stock Option (Right to Buy) (4)	\$ 2.5	06/24/2011		М			99,2	200		<u>(6)</u>	05/	'31/20)17	Comm	non 99,:	200	\$ 2.5	24,800	D	
Report	ina Ow	ners																		

Barration Orange Name / Adduse a	Relationships								
Reporting Owner Name / Address		10% Owner	Officer	Other					
McCahill Francis Xavier III 5300 W. CYPRESS STREET	· ·		D : 1 - 10F0						
SUITE 100 TAMPA, FL 33607	Х		President and CEO						

Signatures

/s/ Cathy J. Welch as Attorney-in-fact for Francis X. McCahill III	06/28/2011
-Signature of Reporting Person	Date

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