

# **SECURITIES & EXCHANGE COMMISSION EDGAR FILING**

HCI Group, Inc.

Form: 4

Date Filed: 2013-07-10

Corporate Issuer CIK: 1400810

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## FORM 4

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

OMB APPROVA	L	
OMB Number:	3235-0	287
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per response		0.5

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

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

1. Name and Address of Reporting Person- Wallace Scott R				Suer Name and Ticker or Trading Symbol HCI Group, Inc. [HCI]							Relationship of Reporting Person(s) to Issuer     (Check all applicable)      Discrete:      100 Output				
(Last) (First) (Middle) 5300 WEST CYPRESS STREET, SUITE 100				Transac	tion (Mor	nth/Da	ay/Year)					X Other			
Street)	•	4. If Amendment, Date Original FiledMonth/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line)  X. Form filed by One Reporting Person  Form filed by More than One Reporting Person						
State)	(Zip)			Та	ble I - No	on-De	erivative	Securiti	ies Acc	quired, Disposed o	of, or Bene	ficially Owned			
	2. Transaction Date (Month/Day/Yea	Execution ar) any	n Date	e, if Cod (Inst	e tr. 8)		(A) or Di	isposed o	of (D)	Following Report (Instr. 3 and 4)			6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
	07/09/2013				F		3,188 (1)	D (1)	\$ 31.24	89,851 <sup>(2)</sup>			D		
e line for each class	s of securities ber	neficially owr	ned dii	rectly or	indirectly										
	Table II	- Derivative	e Sec	urities A	fo O	rm aı MB c	re not re ontrol n	quired to umber.	o resp	ond unless the for				1474 (9-02)	
		1 0 / 1				<del>-</del>					I	I	1		
Date (Month/Day/Year)	Execution Date, i	f Code (Instr. 8)		Derivativ Securitie Acquired Dispose	re es d (A) or	and (Mo	Expiration	on Date	Unde	erlying Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Ownership Form of Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	EFIRST) ETREET, SUITE Street)  State)  a line for each class  3. Transaction Date (Month/Day/Year)	ETREET, SUITE 100  Street)  2. Transaction Date (Month/Day/Year)  a line for each class of securities ber  Table II  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)	HCI Group   STREET, SUITE 100   3. Date of Each   O7/09/201   4. If Amenda   State	First) (Middle) 3. Date of Earliest 07/09/2013  Street) 4. If Amendment, I 4. If Amendment, I 5. State) (Zip) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Trable II - Derivative Sec (e.g., puts, call 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. If Amendment, I 5. Deemed Execution Date (e.g., puts, call 5. Transaction Date (Month/Day/Year) 4. If Amendment, I 5. Deemed Execution Date (e.g., puts, call 6. Transaction Date (Month/Day/Year) 4. If Amendment, I 5. Deemed Execution Date (e.g., puts, call 6. Transaction Date (Month/Day/Year) 4. If Amendment, I 5. Deemed Execution Date (e.g., puts, call 6. Transaction Date (Month/Day/Year) 4. If Amendment, I 5. Deemed Execution Date (e.g., puts, call 6. Transaction Date (Month/Day/Year) 4. If Amendment, I 5. Deemed Execution Date (I 6. Deemed Exe	HCI Group, Inc. [HCI]  First) (Middle) 3. Date of Earliest Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  a line for each class of securities beneficially owned directly or Table II - Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Date (e.g., puts, calls, warra any (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  Table II - Derivative Securities Derivative Securities Acquired (Instr. 8)	HCI Group, Inc. [HCI]  STREET, SUITE 100  Street)  4. If Amendment, Date Original File  (Zip)  Table I - No  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, option  3. Transaction Date (e.g., puts, calls, warrants, option Date (Month/Day/Year)  3. Transaction Date (E.g., puts, calls, warrants, option Date (Month/Day/Year)  4. Transaction Date (e.g., puts, calls, warrants, option Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Date (E.g., puts, calls, warrants, option Date (Month/Day/Year)  4. Transaction Date (Month/Day/Year)  5. Number of Derivative Securities	HCI Group, Inc. [HCI]  First) (Middle) 3. Date of Earliest Transaction (Month/Dionomorphic Press) 4. If Amendment, Date Original FiledMonth (Month/Day/Year)  State) (Zip) Table I - Non-Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Code (Instr. 8)  Persor form an OMB c  Table II - Derivative Securities Acquired, District (Month/Day/Year) 5. Number of Date (Month/Day/Year) (Month/Day/Year) 6. Derivative and Code (Instr. 8) 5. Securities (Month/Day/Year) 6. Securitie	HCI Group, Inc. [HCI]  3. Date of Earliest Transaction (Month/Day/Year) 07/09/2013  4. If Amendment, Date Original FiledMonth/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instr. 8)  3. Transaction Date (Instr. 8)  4. Transaction Date (Instr. 8)  4. Transaction Date (Instr. 8)  3. Transaction Date (Instr. 8)  4. Transaction Date (Instr. 8)  5. Number of Date (Instr. 8)  6. Date Exercities Derivative (Instr. 8)	HCI Group, Inc. [HCI]  3. Date of Earliest Transaction (Month/Day/Year) 07/09/2013  4. If Amendment, Date Original FiledMonth/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Ben (e.g., puts, calls, warrants, options, convertible section Date (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year)  HCI Group, Inc. [HCI]  3. Date of Earliest Transaction (Month/Day/Year)  Table I - Non-Derivative Securities Acquired (A) or Disposed of (Instr. 3)  4. Securities Acquired (A) or Disposed of (Instr. 3)  4. Securities Acquired (A) or Disposed of (Instr. 3)  4. Securities Acquired (A) or Disposed of (Instr. 3)  4. Securities Acquired (A) or Disposed of (Instr. 3)  (A) or (D)  (B) or Derivative Securities Acquired (Instr. 3)  (Code (Instr. 3)  (A) or (D)  (A) or (D)  (A) or (D)  (B) or Derivative Securities Acquired (Instr. 3)  (Code (Instr. 3)  (A) or (D)  (A) or (D)  (B) or Derivative Securities (Instr. 3)  (Code (Instr. 3)  (D) or Derivative Securities (Instr. 3)  (Code (Instr. 3)  (D) or Derivative Securities (Instr. 3)  (Code (Instr. 3)  (Code (Instr. 3)  (Code (Instr. 3)  (Code (Instr. 3)  (D) or Derivative Securities (Instr. 3)  (Code (Instr. 3)	HCI Group, Inc. [HCI]  3. Date of Earliest Transaction (Month/Day/Year)  07/09/2013  4. If Amendment, Date Original FiledMonth/Day/Year)  1. Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  1. Transaction Date (Month/Day/Year)  1. Table II - Derivative Securities Acquired (Base)  1. Transaction Date (Base)  1. Transaction Date (Base)  1. Transaction Date (Base)  2. Transaction Date (Base)  2. Transaction Date (Base)  3. Transaction Date (Base)  3. Transaction Date (Instr. 8)  3. Transaction Date (Instr. 8)  4. Transaction Date (Base)  4. Transaction Date (Instr. 8)  4. Transaction Date (Instr. 8)	HCI Group, Inc. [HCI]  3. Date of Earliest Transaction (Month/Day/Year)  6. Individual or Jack Driginal FiledMonth/Day/Year)  7. Form filed by One Form file	HCI Group, Inc. [HCI]    Check   Check	HCI Group, Inc. [HCI]    Check all applicable   Director   Check all applicable   10% (Check appli	HCI Group, Inc. [HCI]  3. Date of Earliest Transaction (Month/Day/Year)  O7/09/2013  4. If Amendment, Date Original FiledMonth/Day/Year)  O7/09/2013  4. If Amendment, Date Original FiledMonth/Day/Year)  O7/09/2013  A. Deemed Execution Date, if (Instr. 8)  O7/09	

Barradia a Coman Nama / Addus a		Re	lationsh	ips
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Wallace Scott R 5300 WEST CYPRESS STREET SUITE 100 TAMPA, FL 33607				Division President

### **Signatures**

Scott R. Wallace	07/10/2013
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) 3,188 shares were surrendered to cover the minimum federal income tax liability associated with the vesting on 07/09/2013 of 10,000 restricted shares.
- Restricted stock grant of 100,000 shares effective 4/20/2012: 50,000 shares of the restricted stock will lapse in annual increments of 10,000 shares beginning on the first anniversary of the vesting (2) date. With respect to the remaining 50,000 restricted shares, the restriction period will lapse and 10,000 restricted shares will vest one year after the market price of HCI common shares equals or exceeds the target price in each case for 20 consecutive trading days. The target prices set for this grant are \$12, \$14, \$16, \$18 and \$20. The number of shares reported in column 5 includes  $70,\!000$  unvested shares pursuant to this 4/20/2012 restricted stock grant.

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.

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

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

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

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 Responses)														
Name and Address of Reporting Person  Wallace Scott R	Issuer Name and Ticker or Trading Symbol ICI Group, Inc. [HCI]						Relationship of Reporting Person(s) to Issuer							
(Last) (First) 5300 WEST CYPRESS STREET, SUITE	100	Date of Ear 7/09/2013		ansaction	n (Mont	th/Da	ıy/Year)			Officer (give title below)  Division President				
(Street)	4. Il Allionalion, Dato Original									Individual or Joint/Group Filing(Check Applicable Line)     X_ Form filed by One Reporting Person     Form filed by More than One Reporting Person				
(City) (State)	(Zip)			Table	I - No	n-De	rivative	Securiti	es Acc	quired, Disposed o	of, or Benef	icially Owned		
(Instr. 3)	2. Transaction Date (Month/Day/Year	2A. Deemond Execution any (Month/Da	Date, if	Code (Instr. 8	3. Transaction Code (Instr. 8)		4. Securities Acc (A) or Disposed (Instr. 3, 4 and 5		of (D)	5. Amount of Securities Bene Following Reported Transact (Instr. 3 and 4)			Ownership Form:	7. Nature of Indirect Beneficial Ownership
		(WOTH I) De	ay/ i eai j	Cod	le	V	Amount	(A) or (D)	Price				or Indirect (I) (Instr. 4)	
Common Stock	07/09/2013			F			3,188 ( <u>1)</u>	11 7 ( 1 / 1	\$ 31.24	89,851 (2)			D	
Reminder: Report on a separate line for each class of	of securities bene	eficially owne	ed direc	tly or indi	Per	m ar		quired to		collection of inform				1474 (9-02)
		Derivative								y Owned				
Derivative Conversion Date E. Security or Exercise (Month/Day/Year) are	Conversion or Exercise Price of Derivative Property of Derivative Processing Price of Derivative Processing Pr		of ) or i (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) (Instr. or D)			title and Amount of erlying Securities Security (Instr. 5)  It and Amount of B. Price of 9. Number of Derivative Security (Instr. 5)  Beneficially Owned Following		Securities Beneficially Owned Following	Ownership of Indirect Form of Beneficial	Beneficial Ownership			
		Code	V	(A)		Date Exer	cisable I	Expiration Date	n Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	
Reporting Owners														

Barradia a Coman Nama / Addus a		Re	lationsh	ips
Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Wallace Scott R 5300 WEST CYPRESS STREET SUITE 100 TAMPA, FL 33607				Division President

### **Signatures**

Scott R. Wallace	07/10/2013
-Signature of Reporting Person	Date

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