

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

HCI Group, Inc.

Form: 4

Date Filed: 2016-03-04

Corporate Issuer CIK: 1400810

© Copyright 2016, Issuer Direct Corporation. All Right Reserved. Distribution of this document is strictly prohibited, subject to the terms of use.

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

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 Res	sponses)																
Name and Address of Reporting Person Burks Robert Wayne				Issuer Name and Ticker or Trading Symbol HCI Group, Inc. [HCI]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X_ Director 10% Owner					
(Last) (First) (Middle) 5300 WEST CYPRESS ST, SUITE 100			Date of Earliest Transaction (Month/Day/Year) 03/02/2016								Officer (give titl	e below)	Other	(specify below)			
			4. If Amendment, Date Original FiledMonth/Day/Year)								Individual or Joint/Group Filing(Check Applicable Line) X_Form filed by One Reporting Person						
TAMPA, FL 3	3607												Form filed by Mor	e than One Rep	orting Person		
(City)		(State)	(Zip)				Table	e I - No	on-D	erivative S	Securitie	s Acqu	ired, Disposed o	f, or Benef	icially Owned		
1.Title of Security	•			2A. Deem Execution		3. Tran	saction	4. Securities Acquired(A) or Disposed of (D)				5. Amount of Securities Beneficially Owne			6. Ownership	7. Nature	
(Instr. 3) Date (Month/Dat		(Month/Day/Ye			(Instr. 8)			. ,	nstr. 3, 4 and 5)		Following Reported Transaction (Instr. 3 and 4)		on(s)	Form: Direct (D) or Indirect	of Indirect Beneficia Ownershi (Instr. 4)		
							Coc	de	٧	Amount	(A) or (D)	Price				(I) (Instr. 4)	
Common Stock 03/02/2016		03/02/2016				J			12,000	D (1)	<u>(1)</u>	12,000			D		
Pomindor: Popor	t on a conara	to line for each of	lass of securities be	nofi	icially own	od diroc	atly or ind	liroetly									•
Tremmaer. Trepor	топ а зорага	to line for each of	iass of securities be		Clary Own	ed direc	bily of mid	Pe	ersor rm a		uired to		ollection of inform ad unless the for				1474 (9-02
			Table		Derivative			•				-	Owned				
1. Title of	2.	3. Transaction	3A. Deemed		e.g., puts				-	ate Exerc			and Amount of	8. Price of	9. Number of	10.	11. Natur
Derivative Conversion Date Security or Exercise (Month/Day/Year)		Execution Date, ar) any (Month/Day/Yea	(Instr. 8) Sar)		Se Ac Dis	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5		and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		Derivative Security	Derivative Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D)	Beneficia		
	ŕ				Code	V	(A)	(D)	Dat Exe	e Ercisable D	xpiration ate	Title	mount or lumber of Shares		Reported Transaction(s) (Instr. 4)	or Indirect	
Reporting Owner Burks Robert 5300 WEST C SUITE 100 TAMPA, FL 3	Wayne	Director	Relationships 10% Owner Office	er C	Other												
Signature	s																
/s/ Cathy J. W		torney-in-fact	for Robert Way	ne	Burks		03/04 Da		6								
Explanati	on of R	esponses	s:														
** Intentional mis Pursuant to ar closing price of common share shares equals consecutive tr Company's 20	estatements on amendment of HCI common esses equaled or or exceeds \$ ading days. A 112 Omnibus opies of this F	r omissions of far to this 24,000 sh n shares equaled exceeded \$95 p 65 per share for Il shares for whice Incentive Plan.	g person,see Instructs constitute Feder lare restricted stock d or exceeded \$50 per share for 20 consecutive tradich restrictions have	al C awa per s secu ling not	criminal Vicard grante share for 2 utive tradir days, and lapsed 6 y	ed 11/12 20 conseng days. 16,000 vears an	1/13, the I ecutive tr Of the a will vest o d one da sufficient	Issuer rading award's one year ay from	cand days s 12,0 ar aft n the	eelled effect, and the 6000 remainder the close grant date	etive 3/2/2 5,000 shaning share sing price will be for	2016 th are tran es, 6,00 of HCl orfeited re.	che that was to ha 00 shares will ves common shares . These shares wa	ave vested of the control of the con	one year after the fter the closing sceeds \$80 per by the Compan	ne closing p price of HC share for 2	rice of HC I common)

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

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 Re	esponses)															
Name and Address of Reporting Person Burks Robert Wayne				Issuer Name and Ticker or Trading Symbol HCI Group, Inc. [HCI]							5. Relationship o	Relationship of Reporting Person(s) to Issuer				
(Middle) (Sast) (First) (Middle) (S300 WEST CYPRESS ST, SUITE 100				Date of Earliest Transaction (Month/Day/Year) 03/02/2016							Officer (give titl	e below)		(specify below)		
(Street)				4. If Amendment, Date Original FiledMonth/Day/Year)							_X_ Form filed by One	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 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
(Instr. 3) Date (Month/Day/Yo		2. Transaction Date (Month/Day/Yea	2A. Deeme Execution D ar) any	n Date, i	f Code (Instr. 8)			4. Securities Acquir (A) or Disposed of (Instr. 3, 4 and 5)				curities Beneficially Owned ted Transaction(s)		Ownership Form:	Beneficial	
			(Month/Day/Yea		Code		V A	Amount	(A) or (D)	Pric	e			. ,	Ownership (Instr. 4)	
		03/02/2016			J		1:	2,000	D (1)	<u>(1)</u> 12,000				D		
Heminder: Hepo	ort on a separat	e line for each class		- Derivative	e Secur	ities Acquir	Per for ON red,	rsons m are MB con	not req ntrol nu osed of,	uired to mber. or Benef	respo	•				1474 (9-02)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, i any (Month/Day/Year	4. Transac f Code (Instr. 8)	Setion 5. De Se Ac Dis (In	warrants, or Number of Privative ecurities equired (A) or sposed of (E str. 3, 4, and (A) (D)	or O) d 5)	6. Datand E (Mont	te Exerc Expiration th/Day/Y	cisable n Date 'ear) Expiration	7. Tit Unde (Insti	tle and Amount of prlying Securities r. 3 and 4) Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	Derivative Security: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Reportin	g Owner		elationships													

Departing Owner Name / Address	Relationships							
Reporting Owner Name / Address		10% Owner	Officer	Other				
Burks Robert Wayne 5300 WEST CYPRESS ST SUITE 100 TAMPA, FL 33607	Х							

Signatures

/s/ Cathy J. Welch as Attorney-in-fact for Robert Wayne Burks	03/04/2016
-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).

Pursuant to an amendment to this 24,000 share restricted stock award granted 11/12/13, the Issuer cancelled effective 3/2/2016 the 6,000 share tranche that was to have vested one year after the closing price of HCl common shares equaled or exceeded \$50 per share for 20 consecutive trading days, and the 6,000 share tranche that was to have vested one year after the closing price of HCl common shares equaled or exceeded \$95 per share for 20 consecutive trading days. Of the award's 12,000 remaining shares, 6,000 shares will vest one year after the closing price of HCl common shares equals or exceeds \$65 per share for 20 consecutive trading days, and 6,000 will vest one year after the closing price of HCl common shares equals or exceeds \$80 per share for 20 consecutive trading days, and 6,000 will vest one year after the closing price of HCl common shares equals or exceeds \$80 per share for 20 consecutive trading days. consecutive trading days. All shares for which restrictions have not lapsed 6 years and one day from the grant date will be forfeited. These shares were granted by the Company pursuant to the

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.