

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

HCI Group, Inc.

Form: 4

Date Filed: 2019-01-17

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:	3235-0287
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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

(Print or Type	Responses)																			
Name and Address of Reporting Person Patel Paresh							Name and up, Inc. [I			r Tradir	ng Sy	mbol		5	Relationship of Reporting Person(s) to Issuer (Check all applicable) XDirector X10% Owner					
(Last) (First) (Middle) 5300 W. CYPRESS STREET, SUITE 100						Date of I /15/20	Earliest Tra	ansac	tion	(Month	h/Day	y/Year)			X_ Officer (give title below) Other (specify below) Chief Executive Officer					
TAMPA, F	L 33607	(Street)			4.	If Ameno	dment, Date	e Ori	ginal	l Filedi	Month/	Day/Year)				S. Individual or Jo X_ Form filed by One Form filed by More	Reporting Pers	son	able Line)	
(City))	(State)		(Zip)				Та	ble	I - Nor	n-Der	ivative Se	ecurit	ies	Acquir	red, Disposed o	of, or Benef	icially Owned		
1.Title of Security (Instr. 3)			Date	2. Transaction Date (Month/Day/Year		2A. Deemed Execution Date, if any (Month/Day/Year)		ransa le tr. 8)	(4. Securities Acq (A) or Disposed (Instr. 3, 4 and 5			D) F	5. Amount of Securities Beneficially Owner Following Reported Transaction(s) (Instr. 3 and 4)			Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code		v	. ,		or Price					(I) (Instr. 4)			
Common S	Stock						C			,e v		Amount	(D	,		93,000			D	
Common															-	35,000			I	IRA
Common	stock														3	300,000 (1)			D	
Common	stock														4	140,000			D (2)	
Common	Stock														2	20,000 (3)			D	
Common	Stock														4	10,000 (4)			D	
Common	Stock			01/15/20	19				Α			0,000	Α		<u>(5)</u> 4	40,000 (5)			D	
1. Title of Derivative Conversion Or Exercise (Month/Day/Year) 3. Transaction Date Execution Date any			3A. Deemed Execution Date, it	4. Tran	Transaction Derivativ Code Securitie (Instr. 8) Acquired Disposed			ents,	OM uired, I optio	Dispo ns, c e Exe	ntrol num osed of, o onvertible rcisable a	nber. or Ber e sec	nefic uriti 7. T Unc	cially Cies)	d Amount of Securities	8. Price of	9. Number of Derivative Securities Beneficially Owned	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Security				Co	de V	(Instr. 3, 4 5)		[Date Exercis	sable	Expiration Date	n	Title	е	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	
Stock Option (Right to Buy) (6)	\$ 40									<u>(7</u>	<u>7)</u>	01/07/2	2027	Co	mmoi	n 110,000		110,000	D	
Stock Option (Right to Buy) (6)	\$ 40									<u>(8)</u>	<u>3)</u>	02/08/2	.028	Co	mmoi	n 110,000		110,000	D	
Stock Option (Right to Buy) (6)	\$ 53 01/15/2019 A 110,000		00		<u>(9</u>	9)	01/15/2	.029	Co	mmoi	n 110,000	<u>(9)</u>	110,000	D						
Reporti	ing Owi	ners																		
		,		Re	lation	ships				1										
Reporting C	Owner Name	Address	Director	10% Owner O	fficer			(Othe	r										

TAMPA, FL 33607 **Signatures**

5300 W. CYPRESS STREET

Patel Paresh

SUITE 100

/s/ Paresh Patel	01/17/2019
-Signature of Reporting Person	Date

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Chief Executive Officer

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).
 - Restricted stock grant of 400,000 shares effective 5/16/2013: the Issuer cancelled effective 3/2/2016 a 100,000 share tranche of this grant that was to have vested one year after the closing price of HCI common shares equaled or exceeded \$50 per share for 20 consecutive trading days. Of the award's 300,000 remaining shares, 100,000 have previously vested, 100,000 shares will vest one
- (1) year after the closing price of HCI common shares equals or exceeds \$65 per share for 20 consecutive trading days, and 100,000 will vest one year after the closing price of HCI common shares equals or exceeds \$80 per share for 20 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 Company's 2012 Omnibus Incentive Plan and under the terms and conditions of a restricted stock agreement dated 5/16/2013.
- (2) Shares held jointly with spouse.
- Restricted stock grant of 40,000 shares effective January 7, 2017: Restrictions on 20,000 shares have lapsed. Restrictions on the remaining 20,000 shares will lapse in 10,000 amounts on each of (3) January 7, 2020 and January 7, 2021. These shares were granted by the Company pursuant to the Company's 2012 Omnibus Incentive Plan and under the terms and conditions of a restricted stock award contract dated January 7, 2017.
- Restricted stock grant of 40,000 shares effective February 8, 2018: Restrictions on 10,000 shares will lapse on each of February 8, 2019, February 8, 2020, February 8, 2021, and February 8, 2022. (4) These shares were granted by the Company pursuant to the Company's 2012 Omnibus Incentive Plan and under the terms and conditions of a restricted stock award contract dated February 8,
- Restricted stock grant of 40,000 shares effective January 15, 2019: Restrictions on 10,000 shares will lapse on each of January 15, 2020, January 15, 2021, January 15, 2022, and January 15, 2023.
- (5) These shares were granted by the Company pursuant to the Company's 2012 Omnibus Incentive Plan and under the terms and conditions of a restricted stock award contract dated January 15, 2019
- (6) The options were granted pursuant to the HCI Group, Inc. 2012 Omnibus Incentive Plan.
- The options were granted on January 7, 2017 at an exercise price of \$40.00 per share, in excess of the \$39.71 market value. Commencing on January 7, 2018 and continuing on the same day of (7) each calendar year thereafter through and including January 7, 2021, the amount of 27,500 options will vest and become exercisable on each such annual vesting date. Once vested, the options may be exercised at any time up to and including January 7, 2027.
- The options were granted on February 8, 2018 at an exercise price of \$40.00 per share, in excess of the \$34.92 market value. Commencing on February 8, 2019 and continuing on the same day of (8) each calendar year thereafter through and including February 8, 2022, the amount of 27,500 options will vest and become exercisable on each such annual vesting date. Once vested, the options may be exercised at any time up to and including February 8, 2028.
- The options were granted on January 15, 2019 at an exercise price of \$53.00 per share, in excess of the \$47.94 market value. Commencing on January 15, 2020 and continuing on the same day of (9) each calendar year thereafter through and including January 15, 2023, the amount of 27,500 options will vest and become exercisable on each such annual vesting date. Once vested, the options may be exercised at any time up to and including January 15, 2029.

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.

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(Print or Type	e Responses)																			
Name and Address of Reporting Person— Patel Paresh						HCI G	suer Nam Group,	Inc. [ŀ	HCI]					5	Relationship of Reporting Person(s) to Issuer (Check all applicable) XDirector X10% Owner					
(Last) (Middle) 5300 W. CYPRESS STREET, SUITE 100							of Earli 6/2019	est Tra	nsactio	on (Mo	onth/D	ay/Year)		Ĺ	X Officer (give title below) Other (specify below) Chief Executive Officer					
(Street) TAMPA, FL 33607					4	. If Am	nendmer	nt, Date	e Origir	nal File	ed Mont	h/Day/Year)		5. Individual or Jo X_ Form filed by One Form filed by More	Reporting Per	son	able Line)			
(City		(State)		(Zip)					Tabl	le I - N	Non-D	erivative S	Securi	ties A	cquir	ed, Disposed o	of, or Benef	ficially Owned		
1.Title of Security (Instr. 3)			Date	saction /Day/Yea	Exe ar) any	/	med on Date, if Day/Year)	3. Trai Code (Instr.		on	4. Securiti (A) or Disp (Instr. 3, 4	of (D)		5. Amount of Securities Beneficially Owner Following Reported Transaction(s) (Instr. 3 and 4)			Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							Code V			Amount (D			ice				(I) (Instr. 4)			
Common	Stock								00			7.11104111	()	,	-	3,000			D	
Common	stock														3	35,000			I	IRA
Common	stock														3	300,000 (1)			D	
Common	stock														4	40,000			D (2)	
Common	Stock														2	20,000 (3)			D	
Common	Stock														4	0,000 (4)		D		
Common	Stock			01/15	/2019				A	4	40,000 A		Α	<u>(5)</u>	4	40,000 (5)			D	
Derivative Conversion Date Security or Exercise (Month/Day/Year) ar		any	Deemed 4. ecution Date, if Tra		5. Notes, of the second	5. Number Derivative Securities Acquired (A Disposed of		6. D	tions, ate Ex iration	convertib ercisable	7. Title a		d Amount of Securities		9. Number of Derivative Securities Beneficially Owned	10. Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
	Security						(Ins	str. 3, 4	, and	Date Exe		Expiration Date	on	Title	Amount or Number of		_	Following Reported Transaction(s (Instr. 4)	Direct (D) or Indirect	
Stock Option (Right to Buy) (6)	\$ 40					Code	V	(A)	(D))	(7)	01/07/	2027	Com	ımor	110,000		110,000	D	
Stock Option (Right to Buy) (6)	\$ 40										<u>(8)</u>	02/08/	2028	Com	ımor	110,000		110,000	D	
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Report	ing Owi	ners																		
Penerting (Owner News	/ Addross			Relatio	nship	s													
Reporting Owner Name / Address Director 10% Owner Office				r Office				Otl	her											
Patel Pare	esh																			

Signatures

SUITE 100 TAMPA, FL 33607

/s/ Paresh Patel	01/17/2019
Signature of Reporting Person	Date

5300 W. CYPRESS STREET

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Chief Executive Officer

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