

SECURITIES & EXCHANGE COMMISSION EDGAR FILING

HCI Group, Inc.

Form: 4

Date Filed: 2020-05-28

Corporate Issuer CIK: 1400810

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(Print or Type Responses)

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

(i lilit of Type Nesp	pulises)															
Name and Address of Reporting Person Graham Andrew L.				Issuer Name and Ticker or Trading Symbol HCI Group, Inc. [HCI]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
5300 W. CYPR		(First) EET, SUITE 10	^	Date of Earliest Transaction (Month/Day/Year) 05/26/2020								X_ Officer (give title below) Other (specify below) GC/Corporate Secretary				
		4. If Amendment, Date Original FiledMonth/Day/Year)								6. Individual or J _X_ Form filed by One Form filed by More	Reporting Per	son	able Line)			
TAMPA, FL 33		State)	(Zip)			Tab	Ja I. Na		a wis realiste	Conveitio						
1.Title of Security	`		2. Transaction	2A. Dee	mod							quired, Disposed of			6	7. Nature
(Instr. 3)			Date (Month/Day/Yea	Executionar) any	on Date, i Day/Year	(Instr. 8)			4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			•			Ownership Form:	of Indirect Beneficial Ownership
				(ode	V	Amoun	(A) or (D)	Pric	e			or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	k											3,025			I	By Andrew L. Graham IRA
Common Stock	k											28,157		D		
Common Stock	k											625 ⁽¹⁾			D	
Common Stock											1,750 ⁽²⁾		D			
Common Stock	k											2,625 ⁽³⁾			D	
Common Stock		05/26/2020				Α		3,500 (4)	А	<u>(4)</u>	3,500			D		
Reminder: Report	on a separate	e line for each class	s of securities ben	eficially ow	ned dired	ctly or ir										
			Table II	- Derivativ			fo OI equired	rm a MB c	re not re control no posed of	quired to umber. , or Bene	respo	•				1474 (9-02)
1. Title of	2.	3. Transaction	3A. Deemed	(e.g., put				_				tle and Amount of	8 Price of	9 Number of	10.	11. Nature
Derivative (Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	version Date Execution any (Month/Day/Year) any (Month/Day/Year)	Execution Date, i	f Code (Instr. 8)	Code Deriv (Instr. 8) Secu Acqu Disp		Number of rivative curities quired (A) or posed of (D) str. 3, 4, and 5)		and Expiration Date Un		Unde	erlying Securities r. 3 and 4)	Security Sec (Instr. 5) Ber Ow	Derivative Securities Beneficially Owned Following	Ownership Form of Derivative Security: Direct (D)	of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Dat Exe	e ercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)	or Indirect (I) (Instr. 4)	
Reporting	Owner	rs	Relati	onships												

Reporting Owner Name / Address		Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
Graham Andrew L. 5300 W. CYPRESS STREET SUITE 100 TAMPA, FL 33607			GC/Corporate Secretary						

Signatures

/s/ Andrew L. Graham	05/28/2020
-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).
- Restricted stock grant of 2,500 shares effective 6/06/2017: Restriction period will lapse and the restricted shares will vest as follows: 625 shares on each of May 20, 2018, May 20, 2019, May 20,
- (1) 2020, and May 20, 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 agreement
- Restricted stock grant of 3,500 shares effective 6/19/2018: Restriction period will lapse and the restricted shares will vest as follows: 875 shares on each of May 20, 2019, May 20, 2020, May 20, (2) 2021, and May 20, 2022. 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 6/19/2018.

estricted stock grant of 3,500 shares	s effective 5/26/2020: Restriction period will lapse and the restricted shares will vest as follows: 875 shares on each of May 20, 2021, May 20, 2022, May 20,
	es 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
	of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
itial persons who are to respond to t	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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FORM 4

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

OMB	APPROVAL
OMB Number:	3235-02

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 Re	esponses)															
Name and Address of Reporting Person				2. Issuer Name and Ticker or Trading Symbol							5. Relationship o	5. Relationship of Reporting Person(s) to Issuer				
Graham Andı		HCI Group						(Check all applicable)								
5300 W. CYF		(First) REET, SUITE 1	^^	3. Date of Ea 05/26/202		ansaction (Mo	nth/E	Day/Year)		X_ Officer (give title below) Other (specify below) GC/Corporate Secretary						
	(Street)	4	1. If Amendn	nent, Dat	e Original File	edMon	th/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
TAMPA, FL 3	33607										_X_ Form filed by One Form filed by More					
(City)	((State)	(Zip)			Table I - N	lon-D	erivative S	Securities	s Acq	juired, Disposed o	of, or Bene	ficially Owned			
1.Title of Security	y		2. Transaction	2A. Deer		3. Transaction	on	4. Securiti			5. Amount of Sec		•		7. Nature	
(Instr. 3)			Date (Month/Day/Yea	Execution ar) any	n Date, if	Code (Instr. 8)		(A) or Disp (Instr. 3, 4		(D)	Following Reporte (Instr. 3 and 4)	ed Fransaci	tion(s)	Ownership Form:	of Indirect Beneficial	
			(monany bay), rot		ay/Year)	'		(4.14 0)		(Direct (D)	Ownership	
									(A) or					or Indirect	(Instr. 4)	
						Code	٧	Amount	(A) or (D)	Price	е			(I) (Instr. 4)		
															Ву	
Common Sto	ole										3,025				Andrew	
Common Sto	ick										3,025			ľ	Graham	
															IRA	
Common Sto	ck										28,157			D		
Common Sto	ck			625 (1)					D							
Common Sto	ck										1,750 ⁽²⁾			D		
Common Sto	ck										2,625 (3)			D		
Common Sto	ock		05/26/2020			Α		3,500 (4)	А	<u>(4)</u>	3,500			D		
Reminder: Repo	ort on a separat	e line for each clas	ss of securities ber	eficially owr	ned direct	tly or indirectl	у.									
									•		collection of inforr				1474 (9-02)	
								are not requ control nur		respo	and unless the for	m displays	a currently va	lid		
			Table II	- Dorivativ	o Socuri	ties Acquired	l Die	enosad of	or Ronof	ficially	v Owned					
			Table II			varrants, opt					y Owned					
Title of Derivative	2.	3. Transaction	3A. Deemed	4. Transac		Number of		Date Exercis			le and Amount of	8. Price of	9. Number of	10.	11. Nature	
Security	Conversion or Exercise	Date (Month/Day/Year	Execution Date, i	(Instr. 8)		rivative curities		d Expiration onth/Day/Ye			rlying Securities . 3 and 4)	Derivative Security	Derivative Securities	Ownership Form of	of Indirect Beneficial	
(Instr. 3) Price of			(Month/Day/Year	. ,		Acquired (A) or		,	,	`	(Instr. 5) Beneficially		Beneficially	Derivative	Ownership	
	Derivative Security					posed of (D) str. 3, 4, and 5	5)						Owned Following	Security: Direct (D)	(Instr. 4)	
	Occurity				1	str. 0, 4, and c	1	. [-				1	Reported	or Indirect		
				Code	V ((D)	Da Ex	ercisable Da	xpiration ate		Amount or Number of Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)		
Reporting	a Owner	rs .	•													
Reporting Own	ner Name / Add	dress		onships												
		Director 1	0% Owner Office	r		Other										

Departing Owner Name / Address	Relationships							
Reporting Owner Name / Address	10% Owner	Officer	Other					
Graham Andrew L. 5300 W. CYPRESS STREET SUITE 100 TAMPA, FL 33607		GC/Corporate Secretary						

Signatures

/s/ Andrew L. Graham	05/28/2020
-Signature of Reporting Person	Date

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Restricted stock grant of 3,500 shares effective 6/14/2019: Restriction period will lapse and the restricted shares will vest as follows: 875 shares on each of May 20, 2020, May 20, 2021, May 20, (3) 2022, and May 20, 2023. 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

Restricted stock grant of 3,500 shares effective 5/26/2020: Restriction period will lapse and the restricted shares will vest as follows: 875 shares on each of May 20, 2021, May 20, 2022, May 20, (4) 2023, and May 20, 2024. 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 5/26/2020.

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.