Rinicella Randy D Form 4 March 05, 2013

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Rinicella Randy D

2. Issuer Name and Ticker or Trading

Symbol

**HCC INSURANCE HOLDINGS** INC/DE/ [HCC]

3. Date of Earliest Transaction

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

(Last) (First) (Middle)

(Month/Day/Year)

10% Owner Director \_X\_\_ Officer (give title Other (specify

03/01/2013

below) SVP, General Counsel & Sec

C/O HCC INSURANCE HOLDINGS, INC., 13403 NORTHWEST FREEWAY

> (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

HOUSTON, TX 77040

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secu	rities Acquii	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit ord Dispos (Instr. 3, 4)	ed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock					(-)		15,435	D	
Common Stock	03/01/2013		M	32,094	A	\$ 27.85	47,529	D	
Common Stock	03/01/2013		S	32,094	D	\$ 39.7428 (1)	15,435	D	
Comon Stock	03/04/2013		M	14,200	A	\$ 27.85	29,635	D	

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Common Stock	03/04/2013	S	14,200	D	\$ 39.7622 (2)	15,435	D
Common Stock	03/05/2013	M	3,706	A	\$ 27.85	19,141	D
Common Stock	03/05/2013	S	3,706	D	\$ 40.0548 (3)	15,435	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number of ionDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to Purchase (4)	\$ 24.95						<u>(5)</u>	08/24/2016	Common Stock	25,000
Option to Purchase (6)	\$ 23.43						<u>(7)</u>	05/13/2014	Common Stock	50,000
Option to Purchase (6)	\$ 27.85	03/01/2013		M		32,094	(8)	08/28/2013	Common Stock	75,000
Option to Purchase (6)	\$ 27.85	03/04/2013		M		14,200	(8)	08/28/2013	Common Stock	75,000
Option to Purchase (6)	\$ 27.85	03/05/2013		M		3,706	<u>(8)</u>	08/28/2013	Common Stock	75,000

### **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Rinicella Randy D C/O HCC INSURANCE HOLDINGS, INC. 13403 NORTHWEST FREEWAY HOUSTON, TX 77040

SVP, General Counsel & Sec

## **Signatures**

Randy D. 03/05/2013

\*\*Signature of Date
Reporting Person

## **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).
- The price \$39.7428 represents a weighted average of sales prices ranging from \$39.50 to \$39.96. Full information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or a security holder of the issuer upon request.
- (2) The price \$39.7622 represents a weighted average of sales prices ranging from \$39.61 to \$39.90. Full information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or a security holder of the issuer upon request.
- (3) The price \$40.0548 represents a weighted average of sales prices ranging from \$39.94 to \$40.27. Full information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or a security holder of the issuer upon request.
- (4) Option to purchase granted pursuant to the 2008 Flexible Incentive Plan.
- (5) The options vest at 5,000 shares annually for 5 years beginning on 8/24/2011.
- (6) Option to purchase granted pursuant to the 2004 Flexible Incentive Plan.
- (7) The options vest at 10,000 shares annually for 5 years beginning on 05/13/2009.
- (8) The options vest at 15,000 shares annually for 5 years beginning on 8/28/2008.

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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