

Hilltop Holdings Inc.
Form 4
October 15, 2014

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
White Alan B

(Last) (First) (Middle)
200 CRESCENT COURT, SUITE
1330

(Street)

DALLAS, TX 75201

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Hilltop Holdings Inc. [HTH]

3. Date of Earliest Transaction
(Month/Day/Year)
10/10/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
PlainsCapital Corporation CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/10/2014		S(1)		1,957	D	\$ 20.021 (2)
							1,683,227 (3)
Common Stock	10/13/2014		S(1)		9,525	D	\$ 20.056 (4)
							1,673,702 (3)
Common Stock	10/14/2014		S(1)		13,494	D	\$ 20.182 (5)
							1,660,208 (3)
Common Stock	10/10/2014		S(6)		652	D	\$ 20.021
							339,275 (7)

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Common Stock	10/13/2014	S ⁽⁶⁾	3,175	D	⁽²⁾ \$ 20.056	336,100 ⁽⁷⁾	D	
Common Stock	10/14/2014	S ⁽⁶⁾	4,497	D	⁽⁴⁾ \$ 20.182	331,603 ⁽⁷⁾	D	
Common Stock						10,239 ⁽³⁾ ⁽⁸⁾	I	By Wife
Common Stock						23,806 ⁽³⁾	I	By Double E Investments
Common Stock						12,883 ⁽³⁾	I	By EAW White Family Partnership, Ltd.
Common Stock						8,045 ⁽³⁾	I	By Maedgen, White and Maedgen
Common Stock						952 ⁽³⁾	I	By ESOP

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

