

Coleman Karin Sue  
Form 4  
May 22, 2018

**FORM 4**

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

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,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Coleman Karin Sue

(Last) (First) (Middle)

5300 W. CYPRESS ST, STE. 100

(Street)

TAMPA, FL 33607

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

HCI Group, Inc. [HCI]

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

05/20/2018

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-----------------------------------------|
| Common<br>Stock                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                        |                                                                                                                    |                                                                      |                                         |
|                                       |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             |                                                                      | Price                                   |
| Common<br>Stock                       | 05/20/2018                              |                                                             | F                                    |                                                                         | 186 <sup>(1)</sup>                                                                                                 | D <sup>(1)</sup>                                                     | \$ 42.31                                |
| Common<br>Stock                       | 05/20/2018                              |                                                             | F                                    |                                                                         | 164 <sup>(3)</sup>                                                                                                 | D <sup>(3)</sup>                                                     | \$ 42.31                                |
| Common<br>Stock                       | 05/20/2018                              |                                                             | F                                    |                                                                         | 147 <sup>(5)</sup>                                                                                                 | D <sup>(5)</sup>                                                     | \$ 42.31                                |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 13,690                                  |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 625 <sup>(2)</sup>                      |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 1,250 <sup>(4)</sup>                    |
|                                       |                                         |                                                             |                                      |                                                                         |                                                                                                                    |                                                                      | 1,875 <sup>(6)</sup>                    |

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

### Reporting Owner Name / Address

Coleman Karin Sue  
5300 W. CYPRESS ST, STE. 100  
TAMPA, FL 33607

### Relationships

Director 10% Owner Officer Other

Executive Vice President

## Signatures

/s/ Karin  
Coleman 05/22/2018

\*\*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).

- (1) 186 shares were surrendered to cover the minimum federal income tax liability associated with the vesting of 625 restricted shares on May 20, 2018.

- (2) Restricted stock grant of 2,500 shares effective 5/20/2015: Restrictions on 1,250 shares have lapsed. Restrictions on the remaining shares will lapse and the restricted shares will vest as follows: 625 shares on each of May 20, 2018 and May 20, 2019. 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 5/20/2015.

- (3) 164 shares were surrendered to cover the minimum federal income tax liability associated with the vesting of 625 restricted shares on May 20, 2018.

(4)

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Restricted stock grant of 2,500 shares effective 6/06/2016: Restrictions on 625 shares have lapsed. Restrictions on the remaining shares will lapse and the restricted shares will vest as follows: 625 shares on each of May 20, 2018, May 20, 2019, and May 20, 2020. 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 6/06/2016.

- (5) 147 shares were surrendered to cover the minimum federal income tax liability associated with the vesting of 625 restricted shares on May 20, 2018.

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, 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 dated 6/06/2017.

- (6)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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