

DONDERO JAMES D

Form 4

November 30, 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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DONDERO JAMES D

2. Issuer Name **and** Ticker or Trading
Symbol
NexPoint Strategic Opportunities
Fund [?NHF?]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
300 CRESCENT COURT, SUITE
700

3. Date of Earliest Transaction
(Month/Day/Year)
11/28/2018

____ Director ____X____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
See Remarks

(Street)
DALLAS, TX 75201

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

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

(City) (State) (Zip)

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	11/28/2018		S ⁽¹⁾		888,731	D	\$ 22.09	1,571,289.7588 (2) (3)	I	See Footnote (2)
Common Stock	11/28/2018		P ⁽¹⁾		888,731	A	\$ 22.09	1,571,289.7588 (2) (3)	I	See Footnote (2)
Common Stock	11/28/2018		J	V	22,537.446 (4)	A	\$ 22.19	1,598,622.0829 (2) (3)	I	See Footnote (2)
Common Stock								43,375.8521 (5)	I	By employee

Common Stock	2,931,016.7456 (6)	I	benefit plan See Footnote (6)
Common Stock	1,015,991 (7)	I	See Footnote (7)
Common Stock	9,479.6202 (8) (4)	D	

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

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(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. 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 Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DONDERO JAMES D 300 CRESCENT COURT, SUITE 700 DALLAS, TX 75201		X	See Remarks	

Signatures

/s/ James D.
Dondero
11/30/2018
Date

Signature of
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 Reporting Person's purchase and sale of NexPoint Strategic Opportunities Fund ("NHF") common stock reported herein was matchable under Section 16(b) of the Securities Exchange Act of 1934. The Reporting Person has disgorged \$77.16 to NHF, representing the full amount of his pecuniary interest in the deemed profit realized in connection with the short-swing transaction, less transaction costs.
- (1) These shares are held by Highland Capital Management, L.P. ("HCMLP") both directly and indirectly through advised accounts. Mr. Dondero is the President and the director of Strand Advisors, Inc., HCMLP's general partner, and may be deemed to be an indirect beneficial owner of shares held by HCMLP. Mr. Dondero disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (2) Includes shares acquired under the issuer's dividend reinvestment plan.
- (3) Shares acquired in connection with issuer's dividend reinvestment plan. Under operation of the plan, monthly purchases are conducted by the plan administrator evenly over the course of approximately the first 20 days of the month.
- (4) These shares are held pursuant to an employee benefit plan.
- (5) These shares are held by The Dugaboy Investment Trust pursuant to an employee purchase plan. Mr. Dondero disclaims beneficial ownership of such shares.
- These shares are held by certain managed accounts ultimately advised by Mr. Dondero (collectively, the "Highland Accounts"). Mr. Dondero may be deemed to have an indirect beneficial owner of shares held by the Highland Accounts. Mr. Dondero disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.
- (7) These shares are held directly by Mr. Dondero.
- (8)

Remarks:

President and Principal Executive Officer

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.