

Coleman Karin Sue
Form 4
May 22, 2018

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 *
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
 Officer (give title below) _____ Other (specify below)

Executive Vice President

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 Ownership (Instr. 4)
				(A) or (D) Code V	Amount		
					Price		
Common Stock					13,690	D	
Common Stock	05/20/2018		F	186 ⁽¹⁾ <u>D</u> ₍₁₎	\$ 42.31	625 ⁽²⁾ <u>D</u>	
Common Stock	05/20/2018		F	164 ⁽³⁾ <u>D</u> ₍₃₎	\$ 42.31	1,250 ⁽⁴⁾ <u>D</u>	
Common Stock	05/20/2018		F	147 ⁽⁵⁾ <u>D</u> ₍₅₎	\$ 42.31	1,875 ⁽⁶⁾ <u>D</u>	

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 (Instr. 5)
				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
Coleman Karin Sue 5300 W. CYPRESS ST, STE. 100 TAMPA, FL 33607			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.
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.

- (6) 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.

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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