

MARTZ BRAD
Form 4
March 19, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MARTZ BRAD

2. Issuer Name and Ticker or Trading Symbol
UNITED INSURANCE HOLDINGS CORP. [UIHC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chief Financial Officer

(Last) (First) (Middle)

C/O UNITED INSURANCE HOLDINGS CORP., 800 2ND AVENUE S.

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2019

(Street)
ST. PETERSBURG, FL 33701

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) | Price | | |
| Common Stock | 03/15/2019 | | F | 544 | \$ 16.54 | D | (1) |

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)

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| 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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Units | (2) | | | | | (3) (3) | Common Stock | 5,088 |
| Performance Stock Units | (2) | | | | | (4) (5) | Common Stock | 10,176 |
| Nonqualified Stock Options | \$ 20.44 | | | | | (6) 09/18/2028 | Common Stock | 5,088 |
| Nonqualified Stock Options | \$ 21.13 | | | | | (7) 10/05/2028 | Common Stock | 13,543 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MARTZ BRAD C/O UNITED INSURANCE HOLDINGS CORP. 800 2ND AVENUE S. ST. PETERSBURG, FL 33701 | | | Chief Financial Officer | |

Signatures

/s/ Jessica Strathman, Attorney-in-Fact for Brad Martz

03/19/2019

**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) Held in the name of Bennett B. Martz IRA

(2) Each stock unit represents a conditional right to receive one share of the company's common stock.

The restricted stock units are subject to vesting over three years with one third, rounded down to the nearest whole share of stock,

(3) becoming vested on each of September 18, 2019 and September 18, 2020, as applicable. The remainder of the restricted stock units will become vested on September 18, 2021.

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(4) The performance units are subject to vesting over three years with one third, rounded down to the nearest whole share of stock, becoming vested on each of April 1, 2019 and April 1, 2020, as applicable. The remainder of the performance units will become vested on April 1, 2021.

(5) The number of shares of common stock that will be delivered for each performance stock unit depends on the achievement of certain performance factors. Depending on actual performance, the number of shares of common stock delivered upon the vesting date (based on the terms outlined in the respective award agreement) can range from 0% to 150% of the number presented above.

(6) Exercise of the nonqualified award is subject to vesting over three years with one third, rounded down to the nearest whole share of stock, becoming exercisable on each of September 18, 2019 and September 18, 2020, as applicable. The remainder of the nonqualified award will become exercisable on September 18, 2021.

(7) Exercise of the nonqualified award is subject to vesting over three years with one third, rounded won to the nearest whole share of stock, becoming exercisable on each of October 5, 2019 and October 5, 2020, as applicable. The remainder of the nonqualified award will become exercisable on October 5, 2021.

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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