Hilltop Holdings Inc. Form 4/A March 20, 2015

FORM 4

OMB APPROVAL

5. Relationship of Reporting Person(s) to

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

White Alar	n B		Symbol Hilltop	Holdings	s Inc. [H]	ГН]		Issuer (Charle	all applicable	`
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)				X Director	all applicable) Owner	
200 CRESCENT COURT, SUITE 1330		03/16/2015					X Officer (give title Other (specify below) PlainsCapital Corporation CEO			
	(Street)		4. If Am	endment, D	ate Origina	ıl		6. Individual or Join	nt/Group Filin	g(Check
DALLAS,	TY 75201		Filed(Mo	onth/Day/Yea	nr)			Applicable Line) _X_ Form filed by Or Form filed by Mo	1 0	
DALLAS,	1A /3201							Person		
(City)	(State)	(Zip)	Tal	ole I - Non-	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	Date, if	3. Transaction Code (Instr. 8)	4. Securition Dispose (Instr. 3, 4) Amount	ed of (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)
Common Stock	03/18/2015			S(1)	3,667	D	20.0014 (2)	326,131 (3)	D	
Common Stock	03/18/2015			S <u>(1)</u>	11,002	D	\$ 20.0014 (2)	1,586,930 (4)	Ι	By Maedgen & White, Ltd.

Persons who respond to the collection of

information contained in this form are not

required to respond unless the form

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

SEC 1474

(9-02)

Edgar Filing: Hilltop Holdings Inc. - Form 4/A

displays a currently valid OMB control

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Unde	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr	. 3 and 4)		Owne
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	T:41-	or Namelana		
						Exercisable	Date	Title	Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
coporting of their control of their control	Director 10% Owner		Officer	Other				
White Alan B 200 CRESCENT COURT, SUITE 1330 DALLAS, TX 75201	X		PlainsCapital Corporation CEO					

Signatures

/s/ Alan B.
White

**Signature of Reporting Person

O3/20/2015

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).
- The sales reported were effected pursuant to a Rule 10b5-1 trading plan adopted on August 29, 2014. Pursuant to Instruction 9(b) to Form (1) 4, this amendment amends and restates only the line items in Table I of the original filing reporting sales on March 18, 2015 by each of the reporting person and Maedgen & White, Ltd. to correct the number of shares that were previously reported as having been sold.
- The price reported is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.00 to \$20.01 per share, inclusive. The reporting person undertakes to provide to Hilltop Holdings Inc., any security holder of Hilltop Holdings Inc. or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within such range.
- (3) Includes 95,844 shares of common stock held in an individual retirement account for the benefit of the reporting person.
- The reporting person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein. The reporting (4) person states that neither the filing of this statement nor anything herein shall be deemed an admission that the reporting person is, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owner of these shares.

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

Reporting Owners 2

Edgar Filing: Hilltop Holdings Inc. - Form 4/A

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.