

HOLLAND JAMES R JR
Form 4
August 13, 2012

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 *
HOLLAND JAMES R JR

2. Issuer Name and Ticker or Trading Symbol
TEXAS CAPITAL BANCSHARES INC/TX [TCBI]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
2000 MCKINNEY AVENUE, SUITE 700
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/07/2012

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

DALLAS, TX 75201

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 Indirect Beneficial Ownership (Instr. 4) | | | |
|------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|---------|---|-------------------------------------------|
| | | | Code | V | Amount | (D) | Price | | | |
| Common Stock, par value \$0.01 per share | 08/07/2012 | | M | | 4,000 | A | \$ 7.25 | 291,186 | I | By Lamar Hunt Trust Estate ⁽¹⁾ |
| Common Stock, par value \$0.01 per share | 08/07/2012 | | M | | 195 | A | \$ 22.47 | 291,381 | I | By Lamar Hunt Trust Estate ⁽¹⁾ |
| | 08/07/2012 | | M | | 345 | A | \$ 18.67 | 291,726 | I | |

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| | | | | | | | | |
|------------------------------------------|------------|---|-------|---|------------|---------|---|---------------------------------------|
| Common Stock, par value \$0.01 per share | | | | | | | | By Lamar Hunt Trust Estate <u>(1)</u> |
| Common Stock, par value \$0.01 per share | 08/07/2012 | M | 406 | A | \$ 14.17 | 292,132 | I | By Lamar Hunt Trust Estate <u>(1)</u> |
| Common Stock, par value \$0.01 per share | 08/07/2012 | M | 347 | A | \$ 18.52 | 292,479 | I | By Lamar Hunt Trust Estate <u>(1)</u> |
| Common Stock, par value \$0.01 per share | 08/07/2012 | S | 4,000 | D | \$ 43.9881 | 288,479 | I | By Lamar Hunt Trust Estate <u>(1)</u> |
| Common Stock, par value \$0.01 per share | 08/07/2012 | S | 195 | D | \$ 44.0301 | 288,284 | I | By Lamar Hunt Trust Estate <u>(1)</u> |
| Common Stock, par value \$0.01 per share | 08/07/2012 | S | 345 | D | \$ 44.0301 | 287,939 | I | By Lamar Hunt Trust Estate <u>(1)</u> |
| Common Stock, par value \$0.01 per share | 08/07/2012 | S | 406 | D | \$ 44.0301 | 287,533 | I | By Lamar Hunt Trust Estate <u>(1)</u> |
| Common Stock, par value \$0.01 per share | 08/07/2012 | S | 347 | D | \$ 44.0301 | 287,186 | I | By Lamar Hunt Trust Estate <u>(1)</u> |

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

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(9-02)

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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) | Amount or Number of Shares |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|----------------------------|
| Stock Options | \$ 7.25 | 08/07/2012 | | M | 4,000 | <u>(2)</u> 01/01/2013 | Common Stock | 4,000 |
| Stock Appreciation Rights | \$ 22.47 | 08/07/2012 | | M | 400 | <u>(3)</u> 07/23/2017 | Common Stock | 195 |
| Stock Appreciation Rights | \$ 18.67 | 08/07/2012 | | M | 600 | <u>(4)</u> 05/19/2018 | Common Stock | 345 |
| Stock Appreciation Rights | \$ 14.17 | 08/07/2012 | | M | 600 | <u>(5)</u> 05/19/2019 | Common Stock | 406 |
| Stock Appreciation Rights | \$ 18.52 | 08/07/2012 | | M | 600 | <u>(6)</u> 05/18/2020 | Common Stock | 347 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| HOLLAND JAMES R JR 2000 MCKINNEY AVENUE | X | | | |

SUITE 700
DALLAS, TX 75201

Signatures

James R.
Holland, Jr.

08/13/2012

 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) Owned by Lamar Hunt Trust Estate, of which Mr. Holland is Trustee.
- (2) The stock options vested immediately upon their grant on January 1, 2003.
- (3) The stock appreciation rights vest in 20% increments over 5 years, beginning on their grant date on July 23, 2007.
- (4) The stock appreciation rights vest in 20% increments over 5 years, beginning on their grant date on May 19, 2008.
- (5) The stock appreciation rights vest in 20% increments over 5 years, beginning on their grant date on May 19, 2009.
- (6) The stock appreciation rights vest in 20% increments over 5 years, beginning on their grant date on May 18, 2010.

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