

FEDERATED NATIONAL HOLDING CO

Form 4

December 09, 2013

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 *
HART CHARLES B JR

2. Issuer Name **and** Ticker or Trading
Symbol
**FEDERATED NATIONAL
HOLDING CO [FNHC]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
**14050 N.W. 14 STREET, SUITE
180**

3. Date of Earliest Transaction
(Month/Day/Year)
12/05/2013

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

(Street)
SUNRISE, FL 33323

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)
Common Stock, par value \$0.01 per share	12/05/2013		M	500 ⁽¹⁾ A	\$ 13.17 4,500 ⁽³⁾	D	
Common Stock, par value \$0.01 per share	12/05/2013		F	486 ⁽¹⁾ D	\$ 13.55 4,014 ⁽³⁾ ⁽²⁾	D	
Common Stock, par value \$0.01	12/05/2013		M	4,500 ⁽⁴⁾ A	\$ 8,514 ⁽³⁾ 12.58	D	

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per share

Common

Stock, par
value \$0.01 12/05/2013

F 4,178 D \$ 13.55 4,336 (3) D
(4) (2)

per share

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (right to buy)	\$ 12.58	12/05/2013		M	4,500			01/30/2009	01/30/2014	Common Stock, par value \$0.01 per share	4,500
Stock Options (right to buy)	\$ 13.17	12/05/2013		M	500			12/06/2008	12/06/2013	Common Stock, par value \$0.01 per share	500
Stock Options (right to buy)	\$ 4.73							01/02/2010 ⁽⁵⁾	01/02/2019	Common Stock, par value \$0.01 per share	15,000
Stock Options (right to buy)	\$ 2.45							08/22/2012 ⁽⁵⁾	08/22/2021	Common Stock, par value \$0.01	10,000
Stock Options	\$ 4.4							04/06/2013 ⁽⁵⁾	04/06/2022	Common Stock, par	15,000

value
\$0.01 per
share

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HART CHARLES B JR 14050 N.W. 14 STREET SUITE 180 SUNRISE, FL 33323	X			

Signatures

/s/ Charles B.
Hart, Jr. 12/09/2013

 **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).
- Represents a "net exercise" of vested stock options. There was no open market sale of shares by the reporting person. A total of 486
- (1) shares were withheld by Issuer for payment of the exercise price, and the net exercise resulted in 14 shares issued by the Issuer to the reporting person.
- (2) Closing market price of Federated National Holding Company common stock on the respective transaction date.
- (3) 4,000 of the total shares are restricted shares subject to vesting under the Issuer's 2012 Stock Incentive Plan.
- Represents a "net exercise" of vested stock options. There was no open market sale of shares by the reporting person. A total of 4,178
- (4) shares were withheld by Issuer for payment of the exercise price, and the net exercise resulted in 322 shares issued by the Issuer to the reporting person.
- (5) Stock options vest 33 1/3% per year.

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.