

TEXAS CAPITAL BANCSHARES INC/TX
Form 4
March 04, 2014

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 *
TURPIN IAN J

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, SUITE 700
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2014

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

DALLAS, TX 75201
(City) (State) (Zip)

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

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)
			Code	V	Amount or Price		
Common Stock	02/28/2014		M		4,000 A \$ 14.91		D
Common Stock	02/28/2014		S		4,000 D \$ 62.8551		D
Common Stock	02/28/2014		M		2,400 A \$ 14.17		D
Common Stock	02/28/2014		F		540 D \$ 63		D
Common Stock	02/28/2014		S		1,860 D \$ 62.9206		D

Common Stock	27,526	I	See Footnote (2)
Common Stock	14,641	I	See Footnote (3)
Common Stock	1,904	I	See Footnote (4)

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)

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 (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 Security (Instr. 3 and 4)
Stock Option - Right to Buy	\$ 14.91	02/28/2014		M	4,000	05/18/2004 ⁽⁵⁾ 05/18/2014	Common Stock 4,000
Stock Appreciation Rights	\$ 14.17	02/28/2014		M	2,400	05/19/2010 ⁽⁶⁾ 05/19/2019	Common Stock 2,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TURPIN IAN J 2000 MCKINNEY SUITE 700 DALLAS, TX 75201	X			

Signatures

Kristen Cunningham,
Attorney-in-Fact

03/03/2014

__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).

The stated price represents the weighted average based on prices ranging from \$62.85 to \$62.94. Upon request from the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price will be provided.

(1) Shares are owned by the Johnson Management Trust, of which Mr. Turpin's spouse is the trustee.

(2) Shares are owned by the Nini Gift Trust, of which Mr. Turpin's spouse is the trustee.

(3) Shares are owned by the RJN Trust, of which Mr. Turpin's spouse is the trustee.

(4) The stock options vested in equal increments of 800 shares annually beginning May 18, 2004 through May 18, 2008.

(5) The stock appreciation rights vest in five equal annual installments beginning May 19, 2010.

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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