

SIGNATURE GROUP HOLDINGS, INC.

Form 4

June 12, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

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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 *
Ross Kyle

2. Issuer Name and Ticker or Trading Symbol

SIGNATURE GROUP HOLDINGS, INC. [SGGH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

15301 VENTURA BLVD, SUITE 400

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

06/11/2014

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

Executive VP & CFO

(Street)

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

SHERMAN OAKS, CA 91403

(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)			
			Code	V Amount (D) Price			

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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date	7. Title and Underlying S
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and
			Code V	(A)	(D)	Title
					Date Exercisable	Expiration Date
Warrants	\$ 6.9	06/11/2014	J ⁽¹⁾	233,750	06/11/2014 ⁽²⁾	06/11/2020 Common Stock
Warrants	\$ 6.9	06/11/2014	J ⁽¹⁾	233,750	06/11/2014 ⁽²⁾	06/11/2020 Common Stock
Warrants	\$ 6.9	06/11/2014	J ⁽⁴⁾	10,000	06/11/2014 ⁽²⁾	06/11/2020 Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Ross Kyle 15301 VENTURA BLVD SUITE 400 SHERMAN OAKS, CA 91403	Executive VP & CFO

Signatures

/s/ Kyle Ross 06/12/2014

 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).
- (1) On June 11, 2014 Signature Group Holdings, LLC, of which Mr. Ross is a manager and a member, assigned 233,750 warrants to the Ross Family Trust. These warrants were originally issued on June 11, 2010, as previously reported in the Form 3 filed with the SEC by Mr. Ross on July 13, 2010.
- (2) As previously reported, the final installment of warrants vested on June 11, 2014. All such warrants are now exercisable.
- (3) Mr. Ross disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Ross is the beneficial owner of the shares for purposes of Section 16 of the Securities and Exchange Act of 1934 or for any other purpose.
- (4) On June 11, 2014 Signature Group Holdings, LLC, of which Mr. Ross is a manager and a member, assigned 10,000 warrants beneficially owned by Mr. Ross to an unrelated third-party.

Remarks:

On October 15, 2013, the Company effected a one-for-ten reverse split of its common stock (the "Reverse Split"), as reported in

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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