

DiFrancesco Paul F
Form 4
April 05, 2019

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
DiFrancesco Paul F

2. Issuer Name **and** Ticker or Trading
Symbol
UNITED INSURANCE HOLDINGS
CORP. [UIHC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)
11/27/2018

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Chief Underwriting Officer

C/O UNITED INSURANCE
HOLDINGS CORP., 800 2ND AVE
S

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

ST PETERSBURG, FL 33701

(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)
				(A) or (D)	Price		
Common Stock	04/03/2019		M	1,526	A \$ 0	18,354	D
Common Stock	04/03/2019		F	498	D \$ 16.25	17,856	D

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

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information contained in this form are not
required to respond unless the form
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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 Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Stock Units	(1)	04/03/2019		M		2,135		(2)	(3)	Common Stock	2,135
Performance Stock Units	(1)	04/03/2019		A		6,800		(2)	(3)	Common Stock	6,800
Restricted Stock Units	(1)	04/03/2019		A		3,400		(4)	(4)	Common Stock	3,400
Nonqualified Stock Options	\$ 16.25	04/03/2019		A		9,219		(5)	04/01/2029	Common Stock	9,219
Nonqualified Stock Options	\$ 21.13							(5)	10/05/2028	Common Stock	8,400
Nonqualified Stock Options	\$ 20.44							(5)	09/18/2028	Common Stock	3,100
Dividend Equivalent Units	(1)	11/27/2018		A		21		(6)	(6)	Common Stock	21
Dividend Equivalent Units	(1)	03/13/2019		A		23		(6)	(6)	Common Stock	23

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
DiFrancesco Paul F C/O UNITED INSURANCE HOLDINGS CORP. 800 2ND AVE S ST PETERSBURG, FL 33701	Chief Underwriting Officer

Signatures

/s/ Jessica Strathman, Attorney-in-Fact for Paul
DiFrancesco

04/05/2019

__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) Each stock unit represents a conditional right to receive one share of the company's common stock.
- (2) The performance units are subject to vesting over three years with one third, rounded down to the nearest whole share of stock, vesting in each period.

The number of shares of common stock that will be delivered for each performance stock unit depends on the achievement of certain
- (3) performance factors. Depending on actual performance, the number of shares of common stock delivered upon the vesting date (based on the terms outlined in the respective award agreement) can range from 0% to 150% of the number presented above.
- (4) The restricted stock units are subject to vesting over three years with one third, rounded down to the nearest whole share of stock, vesting in each period.
- (5) Exercise of the nonqualified award is subject to vesting over three years with one third, rounded down to the nearest whole share of stock, becoming exercisable in each period.

The dividend equivalent units will vest proportionately with the underlying restricted stock units or performance-based restricted stock
- (6) units to which they relate. Dividend equivalent units credited in respect of performance-based restricted stock units that are not eligible for conversion at the end of the performance period will be cancelled.

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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