

DiFrancesco Paul F
Form 4
October 09, 2018

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)
09/18/2018

____ 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)
Common Stock				(A) or (D) Code V Amount Price	17,481	D	

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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)**

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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
Restricted Stock Units	(1)	09/18/2018		A		3,180		(2)	(2)	Common Stock	3,180
Performance Stock Units	(1)	09/18/2018		A		6,360		(3)	(4)	Common Stock	6,360
Nonqualified Stock Options	\$ 20.44	09/18/2018		A		3,180		(5)	09/18/2028	Common Stock	3,180
Nonqualified Stock Options	\$ 21.13	10/05/2018		A		8,464		(6)	10/05/2028	Common Stock	8,464

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 10/09/2018

__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.
- The restricted stock units are subject to vesting over three years with one third, rounded down to the nearest whole share of stock,
- (2) becoming vested on each of September 18, 2019 and September 18, 2020, as applicable. The remainder of the restricted stock units will become vested on September 18, 2021.
- (3) The performance units are subject to vesting over three years with one third, rounded down to the nearest whole share of stock, becoming vested on each of April 1, 2019 and April 1, 2020, as applicable. The remainder of the performance units will become vested on April 1,

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2021.

- The number of shares of common stock that will be delivered for each performance stock unit depends on the achievement of certain
- (4) 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.

- Exercise of the nonqualified award is subject to vesting over three years with one third, rounded down to the nearest whole share of stock,
- (5) becoming exercisable on each of September 18, 2019 and September 18, 2020, as applicable. The remainder of the nonqualified award will become exercisable on September 18, 2021.

- Exercise of the nonqualified award is subject to vesting over three years with one third, rounded won to the nearest whole share of stock,
- (6) becoming exercisable on each of October 5, 2019 and October 5, 2020, as applicable. The remainder of the nonqualified award will become exercisable on October 5, 2021.

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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