

Rinicella Randy D
Form 4
February 19, 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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Rinicella Randy D

2. Issuer Name **and** Ticker or Trading
Symbol
HCC INSURANCE HOLDINGS
INC/DE/ [HCC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O HCC INSURANCE
HOLDINGS, INC., 13403
NORTHWEST FREEWAY

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2013

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
SVP, General Counsel & Sec

(Street)
HOUSTON, TX 77040

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

(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)
			Code	V	Amount	(A) or (D) Price			
Common Stock							15,435	D	
Common Stock	02/14/2013		M		5,000	A \$ 27.85	20,435	D	
Common Stock	02/14/2013		S		5,000	D <u>\$ 39.848</u> ⁽¹⁾	15,435	D	
Common Stock	02/15/2013		M		5,000	A \$ 27.85	20,435	D	
	02/15/2013		S		5,000	D	15,435	D	

Edgar Filing: Rinicella Randy D - Form 4

Common Stock					\$ 39.9498 (2)		
Common Stock	02/19/2013		M	12,900	A	\$ 27.85	28,335 D
Common Stock	02/19/2013		S	12,900	D	\$ 40.2768 (3)	15,435 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 number.

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 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
Option to Purchase (4)	\$ 24.95							(5)	08/24/2016	Common Stock	25,000
Option to Purchase (6)	\$ 23.43							(7)	05/13/2014	Common Stock	50,000
Option to Purchase (6)	\$ 27.85	02/14/2013		M		5,000		(8)	08/28/2013	Common Stock	75,000
Option to Purchase (6)	\$ 27.85	02/15/2013		M		5,000		(8)	08/28/2013	Common Stock	75,000
Option to Purchase (6)	\$ 27.85	02/19/2013		M		12,900		(8)	08/28/2013	Common Stock	75,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Rinicella Randy D C/O HCC INSURANCE HOLDINGS, INC. 13403 NORTHWEST FREEWAY HOUSTON, TX 77040			SVP, General Counsel & Sec	

Signatures

Randy D.
Rinicella

02/19/2013

**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).
- (1) The price \$39.848 represents a weighted average of sales prices ranging from \$39.82 to \$39.88. Full information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or a security holder of the issuer upon request.
- (2) The price \$39.9498 represents a weighted average of sales prices ranging from \$39.93 to \$39.98. Full information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or a security holder of the issuer upon request.
- (3) The price \$40.2768 represents a weighted average of sales prices ranging from \$40.26 to \$40.31. Full information regarding the number of shares sold at each separate price will be provided to the SEC, the issuer or a security holder of the issuer upon request.
- (4) Option to purchase granted pursuant to the 2008 Flexible Incentive Plan
- (5) The options vest at 5,000 shares annually for 5 years beginning on 8/24/2011.
- (6) Option to purchase granted pursuant to the 2004 Flexible Incentive Plan.
- (7) The options vest at 10,000 shares annually for 5 years beginning on 05/13/2009.
- (8) The options vest at 15,000 shares annually for 5 years beginning on 8/28/2008.

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.