Rinicella Randy D Form 4 February 19, 2013

FORM 4

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

OMB Number: 3235-0287 January 31,

response...

5. Relationship of Reporting Person(s) to

Issuer

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: 2005
Estimated average burden hours per

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

Symbol

1(b).

(Print or Type Responses)

Rinicella Randy D

1. Name and Address of Reporting Person *

	·		HCC INSURANCE HOLDINGS INC/DE/ [HCC]					(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 Other (specify below) SVP, General Counsel & Sec			
(Street) 4. If Amendmer Filed(Month/Day HOUSTON, TX 77040						al	A 	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)	(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)		omed 3. 4. Securities Acquired (A on Date, if Transactiomr Disposed of (D) Code (Instr. 3, 4 and 5) (Day/Year) (Instr. 8) (A) or				(D)	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								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	\$ 39.848 (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	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. Transacti Code (Instr. 8)			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						<u>(5)</u>	08/24/2016	Common Stock	25,000
Option to Purchase (6)	\$ 23.43						<u>(7)</u>	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	<u>(8)</u>	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. 02/19/2013

**Signature of Date
Reporting Person

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 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.

Reporting Owners 3