

DiFrancesco Paul F  
 Form 4  
 October 09, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 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)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Chief Underwriting Officer

(Last) (First) (Middle)  
 C/O UNITED INSURANCE HOLDINGS CORP., 800 2ND AVE  
 S

3. Date of Earliest Transaction (Month/Day/Year)  
 09/18/2018

(Street)  
 ST PETERSBURG, FL 33701

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

(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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    |                                      |  |                                | (A) or (D) Price  | 17,481  | D  |                                   |

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)**

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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   | 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.

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

(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 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.

(6) Exercise of the nonqualified award is subject to vesting over three years with one third, rounded won to the nearest whole share of stock, 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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