White Alan B Form 4 May 06, 2013

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average burden hours per

Form 4 or Form 5 obligations may continue.

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 See Instruction

SECURITIES

0.5 response...

1(b).

(Print or Type Responses)

1. Name and White Alar	Symbol	2. Issuer Name and Ticker or Trading Symbol Hilltop Holdings Inc. [HTH]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (1	Middle) 3. Date	of Earliest 7	Transaction	(-		,	
200 CRES	CENT COURT, S	·	(Month/Day/Year) 05/02/2013		below)	give title (below) O, PlainsCapital		
	(Street)	4. If An	nendment, E	Date Original	6. Individual o	r Joint/Group F	filing(Check	
DALLAS,	TX 75201	Filed(M	onth/Day/Ye	ar)) by One Reporting by More than One	·	
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative Securities Ac	cquired, Dispose	d of, or Benefic	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securities Acquired or(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	

	Tuble 1 Troit Detrivative Securities required, Disposed by or Denemany Owned								
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		
Common Stock	05/02/2013		A	50,000 (1)	A	\$0	424,155 <u>(2)</u> <u>(3)</u>	D	
Common Stock							10,239 (4) (5)	I	By Wife
Common Stock							23,806 (5)	I	By Double E Investments
Common Stock							12,883 (5)	I	By EAW White Family Partnership, Ltd.

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Common Stock	8,045 (5)	I	By Maedgen, White and Maedgen
Common Stock	1,853,958 (5)	I	By Maedgen & White, Ltd.
Common Stock	952 (5) (6)	I	By ESOP

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.

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9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Da	ate	Amoun	t of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securiti	es	(Instr. 5)
	Derivative				Securities			(Instr. 3	and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
								,	·	
									Amount	
						Date	Expiration		or T	
						Exercisable	Date		Number	
				C 1 17	(A) (D)				of	
				Code V	(A) (D)			5	Shares	

Deletionship

Reporting Owners

Reporting Owner Name / Address			Keiauonsnips			
	Director	10% Owner	Officer	Other		
White Alan B 200 CRESCENT COURT, SUITE 1330 DALLAS, TX 75201	X		CEO, PlainsCapital Corp.			

Signatures

/s/ Alan B. White	05/06/2013			
**Cignoture of	Doto			

Reporting Person

Reporting Owners 2

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) Represents restricted shares of common stock granted to the reporting person pursuant to the Hilltop Holdings Inc. 2012 Equity Incentive Plan. These shares cliff vest on April 1, 2016.
- (2) Includes 94,893 shares of common stock held in an individual retirement account for the benefit of the reporting person.
- (3) Includes 36,299,728 shares, rounded down to the nearest whole share, that were previously reported as allocated to the account of the reporting person pursuant to the Plains Capital Corporation Employee Stock Ownership Plan (the "ESOP").
- (4) Includes 454 shares of common stock allocated to the account of the reporting person's spouse pursuant to the Plan since the reporting person last filed a report on Form 4.
- The reporting person disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein. The reporting person states that neither the filing of this statement nor anything herein shall be deemed an admission that the reporting person is, for purposes of Section 16 of the Exchange Act or otherwise, the beneficial owner of these shares.
- (6) Represents shares allocated to the account of the reporting person pursuant to the ESOP and reflects additional shares allocated since the reporting person last filed a report on Form 4.

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.