Edgar Filing: NMI Holdings, Inc. - Form 4

NMI Holdin Form 4 May 12, 20											
FORM	ЛЛ	STATES	SECU	RITIFS	AND F	XCHAN	NGE	COMMISSIO	- .T	PPROVAL	
Check this box									Number:	3235-0287 January 31,	
if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940								Estimated burden hoi response	Expires: 2005 Estimated average burden hours per response 0.5		
<i>See</i> Inst 1(b).	ruction	()				,					
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> Jones James G			2. Issuer Name and Ticker or Trading Symbol NMI Holdings, Inc. [NMIH]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O NMI I POWELL	3. Date of Earliest Transaction (Month/Day/Year) 05/08/2014					Officer (give title Other (specify below) below)					
(Street) EMERYVILLE, CA 94608			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 			
(City)	(State)	(Zip)	T 1	1 1 1	D • 4			Person	6 D C''		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	-	ed Date, if	3. Transactio Code (Instr. 8) Code V	4. Secu onAcquir Dispos (Instr. 1	urities red (A) or ed of (D) 3, 4 and 5) (A) or		Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Re	port on a separate line	e for each cl	ass of sec	eurities bene	Per info req dis	sons whe ormation uired to r	o res cont resp	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of 8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securities D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4) S

Edgar Filing: NMI Holdings, Inc. - Form 4

(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit (right to receive)	<u>(1)</u>	05/08/2014		А		4,940		<u>(1)</u>	05/08/2024	Class A Common Shares, \$0.01 par value per share	4,940

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Jones James G C/O NMI HOLDINGS, INC. 2100 POWELL STREET, 12TH FL. EMERYVILLE, CA 94608	Х						
Signatures							
/s/Joy M. Benner as Attorney-in-Fact	05/1	2/2014					
**Signature of Reporting Person	D	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).

Granted pursuant to the NMI Holdings, Inc. 2012 Stock Incentive Plan. The restricted stock unit award vests on May 8, 2015, based
 (1) generally on continued service. Each restricted stock unit represents a contingent right to receive one NMI Holdings, Inc. common share upon vesting and settlement.

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.

(