

SIGNATURE GROUP HOLDINGS, INC.  
 Form 4  
 June 12, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
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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 \*  
 Ross Kyle

2. Issuer Name and Ticker or Trading Symbol  
 SIGNATURE GROUP HOLDINGS, INC. [SGGH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 15301 VENTURA BLVD, SUITE 400  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 06/11/2014

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Executive VP & CFO

SHERMAN OAKS, CA 91403

(City) (State) (Zip)

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

**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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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)**

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date	7. Title and Underlying S
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		Title	
				Code V	(A)	(D)	Date Exercisable		Expiration Date
Warrants	\$ 6.9	06/11/2014	J <sup>(1)</sup>		233,750		06/11/2014 <sup>(2)</sup>	06/11/2020	Common Stock
Warrants	\$ 6.9	06/11/2014	J <sup>(1)</sup>	233,750			06/11/2014 <sup>(2)</sup>	06/11/2020	Common Stock
Warrants	\$ 6.9	06/11/2014	J <sup>(4)</sup>		10,000		06/11/2014 <sup>(2)</sup>	06/11/2020	Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ross Kyle 15301 VENTURA BLVD SUITE 400 SHERMAN OAKS, CA 91403			Executive VP & CFO	

## Signatures

/s/ Kyle Ross                      06/12/2014

                                Date  
\*\*Signature of 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).
- (1) On June 11, 2014 Signature Group Holdings, LLC, of which Mr. Ross is a manager and a member, assigned 233,750 warrants to the Ross Family Trust. These warrants were originally issued on June 11, 2010, as previously reported in the Form 3 filed with the SEC by Mr. Ross on July 13, 2010.
  - (2) As previously reported, the final installment of warrants vested on June 11, 2014. All such warrants are now exercisable.
  - (3) Mr. Ross disclaims beneficial ownership of such shares, except to the extent of his pecuniary interest therein, if any, and this report shall not be deemed an admission that Mr. Ross is the beneficial owner of the shares for purposes of Section 16 of the Securities and Exchange Act of 1934 or for any other purpose.
  - (4) On June 11, 2014 Signature Group Holdings, LLC, of which Mr. Ross is a manager and a member, assigned 10,000 warrants beneficially owned by Mr. Ross to an unrelated third-party.

**Remarks:**

On October 15, 2013, the Company effected a one-for-ten reverse split of its common stock (the "Reverse Split"), as reported in

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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