Moulton Cory L
Form 4
March 26, 2010

# FORM 4

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

**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

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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
Moulton Cory L

(Last) (First) (Middle)

C/O HCC INSURANCE HOLDINGS, INC., 13403 NORTHWEST FREEWAY

(Street)

HOUSTON, TX 77040

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
HCC INSURANCE HOLDINGS INC/DE/ [HCC]

3. Date of Earliest Transaction (Month/Day/Year)
03/24/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Executive Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 03/24/2010 | | M | | 11,301 | A | $ 23.71 | 55,156 | D | |
| Common Stock | 03/24/2010 | | S | | 11,301 | D | $ 28.48 (1) | 43,855 | D | |
| Common Stock | 03/25/2010 | | M | | 25,949 | A | $ 23.71 | 69,804 | D | |
| Common Stock | 03/25/2010 | | S | | 25,949 | D | $ 28.46 | 43,855 | D | |

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Common Stock | 03/25/2010 | | M | 5,250 | A | $ 23.71 [2] | 49,105 | 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. 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 | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Option to Purchase [3] | $ 23.71 | 03/24/2010 | | M | | | 11,301 | [4] | 04/28/2010 | Common Stock | 45,000 |
| Option to Purchase [3] | $ 23.71 | 03/25/2010 | | M | | | 25,949 | [4] | 04/28/2010 | Common Stock | 45,000 |
| Option to Purchase [3] | $ 23.71 | 03/25/2010 | | M | | | 5,250 | [4] | 04/28/2010 | Common Stock | 45,000 |
| Option to Purchase | $ 23.71 | | | | | | | 04/28/2010 | 04/28/2011 | Common Stock | 67,500 |
| Option to Purchase [3] | $ 27.56 | | | | | | | [5] | 07/22/2011 | Common Stock | 50,000 |
| Option to Purchase [6] | $ 24.02 | | | | | | | [7] | 08/20/2014 | Common Stock | 100,000 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |

Moulton Cory L
C/O HCC INSURANCE HOLDINGS, INC.
13403 NORTHWEST FREEWAY
HOUSTON, TX 77040

Executive Vice President

# Signatures

Randy D. Rinicella as Attorney in Fact for Cory L. Moulton

03/26/2010

**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)** The price $28.48 represents a weighted average of sales prices ranging from $28.45 to $28.61. 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 $28.46 represents a weighted average of sales prices ranging from $28.45 to $28.58. 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)** Option to purchase granted pursuant to the 2004 Flexible Incentive Plan.

**(4)** The options vest equally annually at 15,000 shares per year, for 3 years, beginning 04/28/2006.

**(5)** The options vest equally annually at 10,000 shares per year, for 5 years, beginning 07/22/2006.

**(6)** Option to purchase granted pursuant to the 2008 Flexible Incentive Plan.

**(7)** The options vest equally annually at 20,000 shares per year, for 5 years, beginning 08/20/2009.

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.