Independent Bank Group, Inc.

Form 4

February 24, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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OMB APPROVAL

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * SMITH G STACY			2. Issuer Name and Ticker or Trading Symbol Independent Bank Group, Inc. [IBTX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 300 CRESCE 1111	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/20/2015	X Director 10% Owner Officer (give title below) — Other (specify below)			
	(Street)		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			
DALLAS, T	X 75201			Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tal	ble I - Non	-Derivativ	e Sec	urities Acqu	ired, Disposed of	f, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securit poor Dispos (Instr. 3,	sed of	` ′	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)
Common Stock	02/20/2015		P	2,000	A	\$ 36.2364	17,500	I	By SCW Capital LP
Common Stock	02/23/2015		P	2,600	A	\$ 36.7519	20,100	I	By SCW Capital LP
Common Stock							119,170	D	
Common Stock							21,730	I	By SCW Partners, LLC
							9,000	I	

By Trinity Common Stock Investment Group

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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		4.	5.	6. Date Exerc		7. Title		8. Price of	9. Nu
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
		Derivative			, ,	Securities			(Instr. 3	and 4)		Own
		Security				Acquired						Follo
		~ · · · · · · · · · · · · · · · · · · ·				(A) or						Repo
						Disposed						Trans
						of (D)						(Instr
						` ′						(IIISU
						(Instr. 3,						
						4, and 5)						
									А	mount		
									Oi			
							Date Exercisable	Expiration Date		lumber		
									01			
				Code V	(A) (D)							
					Code v	(A) (D)			3	hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

SMITH G STACY 300 CRESCENT COURT SUITE 1111 X **DALLAS, TX 75201**

Signatures

/s/ Jan Webb, as Attorney

in Fact 02/24/2015

**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).

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.

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