

DAVIS BROOKLAND F
Form 4
November 20, 2008

FORM 4

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

OMB APPROVAL

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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 *
DAVIS BROOKLAND F

2. Issuer Name and Ticker or Trading Symbol
HALLMARK FINANCIAL SERVICES INC [HALL]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
777 MAIN STREET, SUITE 1000
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/18/2008

____ Director
 Officer (give title below) _____ Other (specify below)
EXECUTIVE VICE PRESIDENT

FORT WORTH, TX 76102

(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 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	(D)	Price
COMMON STOCK	11/18/2008		P		100	A	\$ 6.1992
COMMON STOCK	11/18/2008		P		138	A	\$ 6.1
COMMON STOCK	11/19/2008		P		100	A	\$ 6.15
COMMON STOCK	11/19/2008		P		200	A	\$ 6.1
COMMON STOCK	11/19/2008		P		100	A	\$ 6.1764

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COMMON STOCK	11/20/2008		P	100	A	\$ 6.12	78,854	D	
COMMON STOCK	11/20/2008		P	400	A	\$ 6.19	79,254	D	
COMMON STOCK	11/20/2008		P	200	A	\$ 6.18	79,454	D	
COMMON STOCK	11/20/2008		S ⁽¹⁾	200 ⁽¹⁾	D	\$ 6.24 ⁽¹⁾	79,254	D	
COMMON STOCK							1,672	I	By Spouse

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

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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)	Amount or Number of Shares
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 11.46					⁽²⁾ 05/22/2018	COMMON STOCK	37,500
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 12.52					⁽³⁾ 05/24/2017	COMMON STOCK	75,000
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 11.34					⁽⁴⁾ 05/25/2016	COMMON STOCK	16,667

BUY)

EMPLOYEE
STOCK
OPTION \$ 7.14
(RIGHT TO
BUY)

(5)

05/27/2015

COMMON
STOCK

16,667

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAVIS BROOKLAND F 777 MAIN STREET SUITE 1000 FORT WORTH, TX 76102			EXECUTIVE VICE PRESIDENT	

STEVEN D. DAVIDSON AS ATTORNEY-IN-FACT FOR BROOKLAND F. DAVIS	**Signature of Reporting Person	11/20/2008	Date
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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) This transaction was effected in error. The Reporting Person has voluntarily disgorged \$28.00 to the Issuer.
- (2) Represents employee stock options exercisable as to 3,750, 7,500, 11,250 and 15,000 shares on May 22, 2009, 2010, 2011 and 2012, respectively.
- (3) Represents employee stock options exercisable as to 7,500, 15,000, 22,500 and 30,000 shares on May 24, 2008, 2009, 2010 and 2011, respectively.
- (4) Represents employee stock options exercisable as to 1,667, 3,333, 5,000 and 6,667 shares on May 25, 2007, 2008, 2009 and 2010, respectively.
- (5) Represents employee stock options exercisable as to 1,667, 3,333, 5,000 and 6,667 shares on May 27, 2006, 2007, 2008 and 2009, respectively.

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.