Edgar Filing: HALLMARK FINANCIAL SERVICES INC - Form 4

HALLMARK FINANCIAL SERVICES INC Form 4 December 10, 2010 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations 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 * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading DETROIT STOKER Co Issuer Symbol HALLMARK FINANCIAL (Check all applicable) SERVICES INC [HALL] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner _____ Other (specify Officer (give title (Month/Day/Year) below) below) 1510 E. FIRST ST., 12/08/2010 see attached explanation (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) Form filed by One Reporting Person X_Form filed by More than One Reporting MONROE, MI 48161 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of Securities Form: Direct Indirect (Instr. 3) any Code (D) Beneficially (D) or Beneficial (Instr. 3, 4 and 5) Indirect (I) Ownership (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Common S 12/08/2010 Ρ 1.236 784,226 $D_{(1)}^{(1)}$ A Stock 8.98 Common D (1) (2) 12/09/2010 Ρ \$9 9,664 А 793,890 Stock

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.

Edgar Filing: HALLMARK FINANCIAL SERVICES INC - Form 4

 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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Aumber Expiration Date f (Month/Day/Year) Derivative ecurities Acquired A) or Disposed f (D) Instr. 3,		Amou Under Secur	rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
DETROIT STOKER Co 1510 E. FIRST ST. MONROE, MI 48161				see attached explanation				
NEWCASTLE PARTNERS L P 200 CRESCENT COURT STE 1400 DALLAS, TX 75201				see attached explanation				
NEWCASTLE CAPITAL MANAGEMENT LP 200 CRESCENT COURT STE 1400 DALLAS, TX 75201				see attached explanation				
NEWCASTLE CAPITAL GROUP LLC 200 CRESCENT COURT STE 1400 DALLAS, TX 75201				see attached explanation				
Newcastle Focus Fund II LP 200 CRESCENT COURT SUITE 1400 DALLAS, TX 75201				see attached explanation				
NEWCASTLE SPECIAL OPPORTUNITY FUND II, L.P. 200 CRESCENT COURT SUITE 1400 DALLAS, TX 75201				see attached explanation				

0	0				
NEWCASTLE SPECIAL OPPOR	RTUNITY FUND I,				
L.P. 200 CRESCENT COURT					see attached
SUITE 1400					explanation
DALLAS, TX 75201					
DSC Services, Inc.					
200 CRESCENT COURT					see attached
SUITE 1400 DALLAS, TX 75201					explanation
SCHWARZ MARK E					
200 CRESCENT COURT		х	Х	Chairman	see attached
STE 1400		Λ	Λ	Cilaililliail	explanation
DALLAS, TX 75201					
Signatures					
Detroit Stoker Co.					12/10/2010
	<u>**Signature of Reporting Person</u>				Date
Newcastle Partners, L.P., By: New			ts genera	l partner. By:	
Newcastle Capital Group, L.L.C.	12/10/2010				
memoer	<u>**Signature of Reporting Person</u>				Date
Newcastle Capital Management, L.L.C. its general partner, By: /s/	12/10/2010				
	Date				
Newcastle Capital Group, L.L.C.					
member		12/10/2010			
	**Signature of Reporting Person				Date
Newcastle Special Opportunity F					
general partner, By: Newcastle Ca Schwarz, its managing member	12/10/2010				
	Date				
Newcastle Special Opportunity F					
general partner, By: Newcastle Ca	12/10/2010				
Schwarz, its managing member	**C:				Dete
	**Signature of Reporting Person			n en Deu	Date
Focus Fund II, L.P., By: Newcast Newcastle Capital Group, L.L.C. member	12/10/2010				
	**Signature of Reporting Person				Date
DSC Services, Inc.					
					12/10/2010
	**Signature of Reporting Person				Date
/s/ Mark E. Schwarz					

12/10/2010 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).

Purchases made by Detroit Stoker Company ("Detroit Stoker"). The Reporting Persons are members of a "group" for purposes of Section 13(d)(3) of the Securities Exchange Act of 1934, as amended and accordingly may be deemed to beneficially own Shares of the Issuer's Common Stock owned in the aggregate by the other members of the Section 13(d) group. The Section 13(d) group consists of Newcastle Partners, L.P. ("NP"),Newcastle Capital Management, L.P. ("NCM"), Newcastle Capital Group, L.L.C. ("NCG"), Newcastle Special

(1) Faithers, E.F. ("NCG"), Newcastle Capital Management, E.F. ("NCG"), Newcastle Capital Oroup, E.E.C. ("NCG"), Newcastle Special Opportunity Fund I, L.P. ("NSOF II"), Newcastle Focus Fund II, L.P. ("NFF"), DSC Services Inc. ("DSC"), Detroit Stoker and Mark E. Schwarz ("Schwarz"). Each Reporting Person disclaims beneficial ownership of the shares of the Issuer's Common Stock owned by the other members of the Section 13(d) group except to the extent of its pecuniary interest therein.

NCM is the general partner of each of NP, NSOFI, NSOFII and NFF. NCG is the general partner of NCM, and Schwarz is the managing member of NCG. Accordingly, each of NCM, NCG and Schwarz may be deemed to beneficially own the shares directly owned by any of

(2) NP, NSOFI, NSOFII and NFF. In addition, DSC is the parent company of Detroit Stoker, and Schwarz and NCG together own all of the outstanding shares of DSC. Accordingly, each of Schwarz and DSC may be deemed to beneficially own the shares directly owned by Detroit Stoker.

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.