

HCC INSURANCE HOLDINGS INC/DE/  
Form 8-K  
May 15, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT PURSUANT**  
**TO SECTION 13 OR 15 (d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): **May 15, 2012**

**HCC INSURANCE HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of  
incorporation)

**001-13790**  
(Commission File Number)

**76-0336636**  
(I.R.S. Employer  
Identification No.)

**13403 Northwest Freeway**

**Houston, Texas 77040**

(Address of principal executive offices, including zip code)

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(713) 690-7300

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01. Entry into a Material Definitive Agreement.**

The information included in Item 5.02 of this Current Report is incorporated by reference into this Item 1.01.

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 15, 2012, HCC Insurance Holdings, Inc. (the Company ) and John N. Molbeck, Jr., Chief Executive Officer of the Company, entered into an amendment (the Molbeck Amendment ) to Mr. Molbeck s employment agreement. The amendment removed certain provisions relating to 409A excise tax gross ups.

On May 15, 2012, the Company and Christopher J.B Williams, President of the Company, entered into an amendment (the Williams Amendment ) to Mr. Williams employment agreement. The amendment removed certain provisions relating to 409A excise tax gross ups.

The foregoing does not constitute a complete summary of the terms of the Molbeck Amendment or the Williams Amendment. The description of the terms of the Molbeck Amendment and the Williams Amendment is qualified in its entirety by reference to such document. A copy of the Molbeck Amendment and the Williams Amendment is attached to this Current Report on Form 8-K as Exhibit 10.1 and Exhibit 10.2, respectively, and is incorporated herein in its entirety by reference thereto.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

No.	Exhibit
10.1	Amendment to Employment Agreement, dated May 15, 2012, between HCC Insurance Holdings, Inc. and John N. Molbeck, Jr.
10.2	Amendment to Employment Agreement, dated May 15, 2012, between HCC Insurance Holdings, Inc. and Christopher J. Williams, Jr.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HCC Insurance Holdings, Inc.

By:

/s/ Alexander M Ludlow  
Alexander M Ludlow  
Associate General Counsel & Assistant Secretary

DATED: May 15, 2012