

# HOUSTON WIRE & CABLE CO

Reported by  
**HALEY ROY W**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 08/11/17 for the Period Ending 08/04/17

Address	10201 NORTH LOOP EAST HOUSTON, TX 77029
Telephone	(713) 609-2100
CIK	0001356949
Symbol	HWCC
Fiscal Year	12/31

# FORM 4

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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or  
Section 30(h) of the Investment Company Act of 1940

<b>1. Name and Address of Reporting Person *</b>  <b>HALEY ROY W</b>  (Last) (First) (Middle)  <b>COMMERCE COURT FOUR STATION SQUARE, SUITE 700</b>  (Street)  <b>PITTSBURGH, PA 15219</b>  (City) (State) (Zip)	<b>2. Issuer Name and Ticker or Trading Symbol</b>  <b>Houston Wire &amp; Cable CO [ HWCC ]</b>	<b>5. Relationship of Reporting Person(s) to Issuer</b> (Check all applicable)  <input checked="" type="checkbox"/> Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below)
<b>3. Date of Earliest Transaction (MM/DD/YYYY)</b>  <p align="center"><b>8/4/2017</b></p>		<b>6. Individual or Joint/Group Filing (Check Applicable Line)</b>  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
<b>4. If Amendment, Date Original Filed (MM/DD/YYYY)</b>		

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			

### Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
<b>RESTRICTED STOCK UNIT</b>	<a href="#">(1)</a>	8/4/2017		A		7653		<a href="#">(2)</a>	<a href="#">(2)</a>	<b>COMMON STOCK, \$.001 PAR VALUE</b>	7653	\$5.88	7653	<b>D</b>

**Explanation of Responses:**

- (1) (1) Each restricted stock unit represents a contingent right to receive cash equal to the fair market value of one share of HWCC common stock or, following stockholder approval of the Houston Wire & Cable Company 2017 Stock Plan, one share of HWCC common stock.
- (2) (2) Restricted stock units vest on the date of the Company's 2018 Annual Meeting of Stockholders. Restricted stock units will settle on the date that is 30 days after the date of the reporting person's termination of service on the Board of Directors.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>HALEY ROY W COMMERCE COURT FOUR STATION SQUARE SUITE 700 PITTSBURGH, PA 15219</b>	<b>X</b>			

**Signatures**

**Nicol G. Graham, Attorney-in-fact**

**8/10/2017**

\*\*Signature of Reporting Person

Date

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

\* 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.

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