

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person* <u>Fleming Ned N III</u>  (Last) (First) (Middle) C/O SUNTX CAPITAL PARTNERS TWO LINCOLN CENTER, 5420 LBJ FWY., #1000  (Street) DALLAS TX 75240  (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/18/2017	3. Issuer Name and Ticker or Trading Symbol <u>Veritex Holdings, Inc. [ VBTX ]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) See Remarks below	5. If Amendment, Date of Original Filed (Month/Day/Year)  6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	522,370	I <sup>(1)</sup>	By SunTx Veritex Holdings, LP <sup>(1)(2)</sup>

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

1. Name and Address of Reporting Person\*  
Fleming Ned N III  
 (Last) (First) (Middle)  
 C/O SUNTX CAPITAL PARTNERS  
 TWO LINCOLN CENTER, 5420 LBJ FWY., #1000  
 (Street)  
 DALLAS TX 75240  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
SunTx Veritex Holdings, L.P.  
 (Last) (First) (Middle)  
 C/O SUNTX CAPITAL PARTNERS  
 TWO LINCOLN CENTER, 5420 LBJ FWY., #1000  
 (Street)  
 DALLAS TX 75240  
 (City) (State) (Zip)

Explanation of Responses:

- These securities are directly held by SunTx Veritex Holdings, LP, a Delaware limited partnership and a Reporting Person (the "Fund"), for which SunTx Capital Partners II GP, LP acts as the general partner (the "Fund GP"). SunTx Capital II Management Corp. acts as the general partner of the Fund GP and the investment manager to the Fund (the "Fund GP Corp"), and Ned N. Fleming, III serves as director of the Fund GP Corp.
- Ned N. Fleming, III disclaims beneficial ownership of these securities, except to the extent of Mr. Fleming's pecuniary interest in the securities.

Remarks:

SunTx Veritex Holdings, LP is a director by deputization of Veritex Holdings, Inc.

/s/ Ned N. Fleming, III 05/30/2017  
 SunTx Veritex Holdings, LP 05/30/2017  
 By: SunTx Capital Partners II

GP, LP, its general partner By:  
SunTx Capital II Management  
Corp., its general partner /s/  
Ned N. Fleming, III

\*\* 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 5 (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.

**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 Number.**