FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1/h) |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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 ar <u>Griege</u> | | 2. Issuer Name and Ticker or Trading Symbol Veritex Holdings, Inc. [VBTX] | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | | | | |
|--|--|---|--|---|---|-----|--|--|---|---|--|--|---|--|--|--|--|--|
| (Last) | (Fi | irst) (| | 3. Date of Earliest Transaction (Month/Day/Year) 07/09/2024 | | | | | | | | Office below | r (give title) | | Other (spelow) | pecify | | |
| C/O VERITEX HOLDINGS, INC. 8214 WESTCHESTER DRIVE, SUITE 800 | | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person | | | | | |
| (Street) | S T | X | 75225 | | | | | | | | | | Form Perso | filed by Mor | re than (| One Repor | ting | |
| (City) (State) (Zip) | | | | R | Rule 10b5-1(c) Transaction Indication Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | |
| Date | | | | | e Ex nth/Day/Year) if a | | A. Deemed Execution Date, f any Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 5) | | Benefic Owned | es ially Following | 6. Owner Form: I (D) or I (I) (Inst | Direct ondirect Er. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | Code | v | Amount | (A) o (D) | r Price | Reporte Transac (Instr. 3 | ion(s) | | " | (Instr. 4) | | | | |
| Common Stock | | | | | | | | | | | | 13: | 135,993 | | | | | |
| | 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 Dat if any (Month/Day/Ye | ate, Trans | action (Instr. | | | 6. Date Exercisab Expiration Date (Month/Day/Year) | | | and 7. Title and Amount of Securities Underlying Derivative Sect (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | ly OF DO (I | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | v | (A) | | Date Exercisabl | | xpiration ate | Title | Amount or Number of Shares | | | | | | |
| Restricted Stock Unit | (1) | 07/09/2024 | | A | | 0 | | (2) | T | (2) | Common | 9,755 | \$0 | 9,755 | | D | | |

Explanation of Responses:

- 1. Each restricted stock unit ("RSU") represents a right to receive at settlement one share of common stock of the Company.
- 2. The reporting person was granted 9,755 restricted stock units which cliff vest on June 1, 2025.

Remarks:

/s/ C. Malcolm Holland, III, by 07/09/2024 power of attorney

** Signature of Reporting Person

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.

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.