

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Harper Angela</u>  (Last) (First) (Middle) <u>C/O VERITEX HOLDINGS, INC.</u> <u>8214 WESTCHESTER DRIVE, SUITE 800</u>  (Street) <u>DALLAS TX 75225</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Veritex Holdings, Inc. [ VBTX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <u>EVP, Credit Risk Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>01/01/2020</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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			
Common Stock	01/01/2020		M		3,333	A	(1)	28,196	D(2)(3)(4)	
Common Stock	01/01/2020		F		988	D	\$29.13	27,208	D(2)(3)(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. Transaction 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 (Month/Day/Year)		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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(1)	01/01/2020		M			3,333	(5)	(5)	Common Stock	3,333	\$0	6,667	D	

**Explanation of Responses:**

- Each restricted stock unit ("RSU") represents a right to receive at settlement one share of common stock of the Company.
- The reporting person's original Form 3, and two subsequently filed Form 4s incorrectly reported 10,000 shares of Issuer common stock as owned directly through a personal IRA. As indicated in this Form 4, the reporting person holds 5,000 shares of Issuer common stock in her personal IRA.
- 10,000 shares held in the name of Pershing LLC as custodian of the reporting person's personal IRA.
- Shares held in the name of Pershing LLC custodian of personal IRA.
- In a transaction approved by a committee of the board of directors of the Company, on January 1, 2019, the reporting person was granted 10,000 RSUs subject to shareholder approval. The RSUs vest in three equal annual installments beginning January 1, 2020. On May 21, 2019, the RSUs granted to the reporting person received shareholder approval.

**Remarks:**

/s/ C. Malcolm Holland, III, by 01/02/2020  
power of attorney

\*\* 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.

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.