

HCC INSURANCE HOLDINGS INC/DE/  
Form 8-K  
March 24, 2009

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

**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): 03/18/2009**

**HCC Insurance Holdings, Inc.**

(Exact name of registrant as specified in its charter)

**Commission File Number: 001-13790**

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

**76-0336636**  
(IRS Employer  
Identification No.)

**13403 Northwest Freeway**  
Houston, Texas 77040  
(Address of principal executive offices, including zip code)

**713-690-7300**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing 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 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On March 18, 2009, our Compensation Committee designated participants and target awards for calendar year 2009 under our 2008 Flexible Incentive Plan. Under the terms of the 2008 Plan, our Compensation Committee has the express authority to reduce any target award payable under the Plan down to zero, up until the time the award is actually paid on or before March 15, 2010.

The following target awards were approved:

| PARTICIPANT          | TARGET AWARD |
|----------------------|--------------|
| Frank J. Bramanti    | 1.00%        |
| John N. Molbeck, Jr. | 1.00%        |
| Edward H. Ellis, Jr. | 0.25%        |
| Craig J. Kelbel      | 0.25%        |
| Cory L. Moulton      | 0.25%        |
| Michael J. Schell    | 0.25%        |

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**Signature(s)**

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.

Date: March 24, 2009

By: /s/ Randy D. Rinicella

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Randy D. Rinicella  
Senior Vice President & General Counsel