

TIPTREE FINANCIAL INC.  
Form 5  
February 16, 2016

# FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2015  
Estimated average burden hours per response... 1.0

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Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \*  
NOMURA SECURITIES CO LTD

(Last) (First) (Middle)

1-9-1 NIHONBASHI, CHUO-KU

(Street)

TOKYO, M0 103-8011

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
TIPTREE FINANCIAL INC. [TIPT]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Reporting

(check applicable line)

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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	Â	Â	3	Â	Â	Â	Â	D (1)	Â
Class A Common Stock	11/03/2014	Â	J4	2,595,903	A	\$ (2)	3,730,665	D (1)	Â
Class A Common Stock	10/30/2015	Â	S4	3,700	D	\$ 6.82	3,726,965	D (1)	Â

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Class A Common Stock	11/02/2015	Â	S4	10,314	D	\$ 6.9694	3,716,651	D <sup>(1)</sup>	Â
Class A Common Stock	11/03/2015	Â	S4	6,727	D	\$ 6.8754	3,709,924	D <sup>(1)</sup>	Â
Class A Common Stock	11/30/2015	Â	S4	8,230	D	\$ 6.8773	3,701,694	D <sup>(1)</sup>	Â
Class A Common Stock	12/01/2015	Â	S4	5,908	D	\$ 6.9552	3,695,786	D <sup>(1)</sup>	Â
Class A Common Stock	12/02/2015	Â	S4	3,529	D	\$ 6.9034	3,692,257	D <sup>(1)</sup>	Â
Class A Common Stock	12/03/2015	Â	S4	4,401	D	\$ 6.5994	3,687,856	D <sup>(1)</sup>	Â
Class A Common Stock	12/04/2015	Â	S4	3,805	D	\$ 6.5625	3,684,051	D <sup>(1)</sup>	Â
Class A Common Stock	12/07/2015	Â	S4	4,400	D	\$ 6.5514	3,679,651	D <sup>(1)</sup>	Â
Class A Common Stock	12/08/2015	Â	S4	4,700	D	\$ 6.5	3,674,951	D <sup>(1)</sup>	Â
Class A Common Stock	12/14/2015	Â	S4	555	D	\$ 6.5072	3,674,396	D <sup>(1)</sup>	Â
Class A Common Stock	12/15/2015	Â	S4	2,954	D	\$ 6.5078	3,671,442	D <sup>(1)</sup>	Â
Class A Common Stock	12/16/2015	Â	S4	6,625	D	\$ 6.671	3,664,817	D <sup>(1)</sup>	Â
Class A Common Stock	12/17/2015	Â	S4	9,351	D	\$ 6.6182	3,655,466	D <sup>(1)</sup>	Â
Class A Common Stock	12/18/2015	Â	S4	7,748	D	\$ 6.5732	3,647,718	D <sup>(1)</sup>	Â
Class A Common	12/21/2015	Â	S4	5,814	D	\$ 6.6038	3,641,904	D <sup>(1)</sup>	Â

Stock

Class A Common Stock	12/22/2015	Â	S4	6,051	D	\$ 6.5497	3,635,853	D <sup>(1)</sup>	Â
Class A Common Stock	12/23/2015	Â	S4	786	D	\$ 6.5025	3,635,067	D <sup>(1)</sup>	Â
Class A Common Stock	12/24/2015	Â	S4	3,600	D	\$ 6.5464	3,631,467	D <sup>(1)</sup>	Â
Class A Common Stock	12/28/2015	Â	S4	4,771	D	\$ 6.516	3,626,696	D <sup>(1)</sup>	Â
Class A Common Stock	12/29/2015	Â	S4	2,053	D	\$ 6.5512	3,624,643	D <sup>(1)</sup>	Â
Class A Common Stock	12/30/2015	Â	S4	1,926	D	\$ 6.5043	3,622,717	D <sup>(1)</sup>	Â

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

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SEC 2270  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of
					(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
Â	Â X	Â	Â

