

WESTWOOD HOLDINGS GROUP INC  
Form 8-K  
May 31, 2013

**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): May 30, 2013

**WESTWOOD HOLDINGS GROUP, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**001-31234**  
(Commission  
File Number)

**75-2969997**  
(I.R.S. Employer  
Identification Number)

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200 Crescent Court, Suite 1200

Dallas, Texas 75201

(Address of principal executive offices, including zip code)

(Registrant's telephone number, including area code) (214) 756-6900

Not applicable

(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 obligations 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))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On May 30, 2013, M. Craig Whitten, the Controller and Treasurer of Westwood Holdings Group, Inc. (the Company), submitted his resignation. Mr. Whitten's resignation is effective July 12, 2013. Mark A. Wallace, the Company's Chief Financial Officer, will assume the role of Principal Accounting Officer upon the effectiveness of Mr. Whitten's resignation.

Mr. Wallace will not receive additional compensation or benefits to assume the role of Principal Accounting Officer. Biographical information and certain terms of Mr. Wallace's employment with the Company were previously disclosed in a Current Report on Form 8-K filed with the Securities and Exchange Commission on November 9, 2012, when Mr. Wallace joined the Company, which disclosures are incorporated by reference herein.

**SIGNATURES**

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.

WESTWOOD HOLDINGS GROUP, INC.

Date: May 31, 2013

/s/ Brian O. Casey  
Brian O. Casey,  
President & Chief Executive Officer