

CASEY BRIAN O
Form 4
December 17, 2009

FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
CASEY BRIAN O

2. Issuer Name and Ticker or Trading Symbol
WESTWOOD HOLDINGS GROUP INC [WHG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
200 CRESCENT COURT, SUITE 1200

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/17/2009

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

DALLAS, TX 75201

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
common stock	12/17/2009		G	V <u>15,000</u> ⁽¹⁾ D \$ 0 305,600		D	
common stock	12/17/2009		G	V <u>1,950</u> ⁽²⁾ D \$ 0 303,650		D	
common stock	12/17/2009		G	V <u>650</u> ⁽³⁾ A \$ 0 650		I	As UTMA custodian for daughter.
common stock	12/17/2009		G	V <u>650</u> ⁽⁴⁾ A \$ 0 650		I	As UTMA custodian

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- (2) Represents transfer of shares to reporting person as custodian for each of his three children under Uniform Transfers to Minors Act.
- (3) Represents transfer of shares to reporting person as custodian for daughter under Uniform Transfers to Minors Act.
- (4) Represents transfer of shares to reporting person as custodian for son under Uniform Transfers to Minors Act.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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