

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **1999-09-10** | Period of Report: **1999-08-31**
SEC Accession No. **0000950123-99-008470**

(HTML Version on secdatabase.com)

SUBJECT COMPANY

HANOVER CAPITAL MORTGAGE HOLDINGS INC

CIK: **1040719** | IRS No.: **133950486** | State of Incorporation: **MD** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-13417** | Film No.: **99709713**
SIC: **6162** Mortgage bankers & loan correspondents

Mailing Address
90 WEST ST STE 1508
NEW YORK NY 10006

Business Address
90 WEST ST STE 1508
NEW YORK NY 10006
2127325086

REPORTING OWNER

LAUGHLIN RALPH F

CIK: **1078666**
Type: **4**

Business Address
C/O HANOVE CAPITAL
MORTGAGE HOLDINGS INC
100 METROPLEX DRIVE
SUITE 301
EDISON NJ 08817

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

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

(Print or Type Responses)

1. Name and Address of Reporting Person*

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-----
Laughlin                Ralph                F.
-----
(Last)                  (First)             (Middle)
-----
100 Metroplex Drive, Suite 301
-----
                        (Street)
-----
Edison                  New Jersey          08817
-----
(City)                  (State)             (Zip)
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2. Issuer Name and Ticker or Trading Symbol

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Hanover Capital Mortgage Holdings, Inc. HCM
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3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

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August 1999
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5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

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

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Senior Vice President, CFO,
Treasurer & Assistant Secretary

7. Individual or Joint/Group Filing (Check applicable line)

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 Form filed by One Reporting Person
 Form filed by More than One Reporting Person
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Table I -- Non-Derivative Securities Acquired, Disposed of,
or Beneficially Owned
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<TABLE>
<CAPTION>

1. Title of Security (Instr. 3)	2. Transaction Date (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 at End of Month (Instr. 3 and 4)	6. Owner- ship Form: (D) or Indirect (I) (Instr.4)	7. Nature of Ownership (Instr. 4)
			Amount or Price (A) (D)			
<S> Common Stock*	<C>	<C>	<C>	<C> 400	<C> D	<C>

* Units consisting of one share and one warrant

</TABLE>
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).

(Over)

2

FORM 4 (continued)

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. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action 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 Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End Month (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: (D) or Indirect (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Own- ership (Instr. 4)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Warrants*	15.00					Common Stock 400		400	D	
Stock Options (rights to acquire)	15.75				** **	Common Stock 10,000		10,000	D	
Options	4.625	8/29/99	A	7,500	*** **	Common Stock 7,500		7,500	D	

</TABLE>

Explanation of Responses:

- * Units consisting of one share and one warrant to purchase a share of common stock.
- ** Subject to certain requirements, options may vest on a ratable, monthly basis over a 48 month period commencing with the month that includes the closing of the initial public offering. Options expire one day less than ten years from the date of the initial public offering.***
- *** Grant of options exercisable as follows: 1/3 at 8/29/00, 1/3 at 8/29/01, 1/3 at 8/29/02 and shall expire one day less than ten years from grant date.

/s/ Ralph F. Haughlin

9/10/99

**Signature of Reporting Person

Date

** 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 provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.