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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person* CASEY BRIAN O			2. Issuer Name and Ticker or Trading Symbol WESTWOOD HOLDINGS GROUP INC WHG						Relationship of Report (Check all applicable) X Director			ing Person(s) to Issuer					
(Last) (First) (Middle) 200 CRESCENT COURT				3. Date of Earliest Transaction (Month/Day/Year) 02/22/2013						X		w)	bel	Other (specify below)			
SUITE 1200				4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)						
			!										X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(Sta												<u> </u>					
1. Title of Security (Instr. 3) 2. Transac		2. Transactio	ion 2A. I Exec		2A. Deemed Execution Date, if any		3. 4.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3,			5. Amount of Securities Beneficially Owned Following					
							Code	v	Amount	(A) o (D)	r Pri	ce	Transa	ction(s)			
stock			02/22/20	13			F		13,072(1) D	\$4	13.83	30	7,290	D		
stock														700	I	As UTMA custodian for daughter	
stock														700	I	As UTMA custodian for son	
stock														700	I	As UTMA custodian for son	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																	
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution Date, 1 (if any (Month/Day/Year) 8		Code 8)	(Instr.	of Derivative Securities (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exerc Expiration D (Month/Day/\)		sable and te Amount of Securities Underlying Derivative Security (Inst 3 and 4) Expiration Amount of Amount of Numb		of De Sei	rivative curity	derivative Securities Beneficiall Owned Following Reported	Ownersh Form: Direct (D or Indire (I) (Instr.	Beneficial Ownership ct (Instr. 4)		
	(First SCENT CC 2000 TX (State Stock Stoc	(First) (N SCENT COURT 2000 TX 7 (State) (Z Table Security (Instr. 3) Stock Stock Conversion or Exercise Price of Date (Month/Day/Year)	(First) (Middle SCENT COURT 2000 TX 75201 (State) (Zip) Table 1 - Security (Instr. 3) Stock Stock Table 2 2. Conversion or Exercise Price of Price of Poerivative (Month/Day/Year) Table 1 Execute 1 E	(First) (Middle) SCENT COURT 2000 TX 75201 (State) (Zip) Table I - Non-Deriv Gecurity (Instr. 3) 2. Transaction Date (Month/Day/' Stock Table II - Derivatir (e.g., pu 2. Transaction One Exercise (Month/Day/Year) Table II - Derivatir (e.g., pu And Date (Month/Day/Year)	(First) (Middle) 3. D SCENT COURT (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative S (e.g., puts, c (e.g., puts, c (Month/Day/Year) 2. Table II - Derivative S (e.g., puts, c (e.g., puts, c (Month/Day/Year) Stock Table II - Derivative S (e.g., puts, c (e.g., puts, c (Month/Day/Year) Stock At Transaction Date (Month/Day/Year) Stock Table II - Derivative S (e.g., puts, c (e.g., puts, c (Month/Day/Year) Stock Table II - Derivative S (e.g., puts, c (e.g., puts, c (Month/Day/Year) Stock	(First) (Middle) SCENT COURT 200 TX 75201 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month Stock) Stock Table II - Derivative Security (e.g., puts, calls, and conversion or Exercise Price of Derivative Security (Month/Day/Year) 2. Conversion or Exercise Price of Date Price of Derivative Security (Month/Day/Year) Stock Table II - Derivative Security (e.g., puts, calls, and conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Security (e.g., puts, calls, and conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Security (e.g., puts, calls, and conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) Stock	Comparison of Exercise Recurity (Instr. 3) Comparison of Exercise Recursive Recurs	(First) (Middle) SCENT COURT 200 TX 75201 (State) (Zip) Table I - Non-Derivative Securities Acquired (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Stock Table II - Derivative Securities Acquired (Bay (Code (Ir any Month/Day/Year)) Table II - Derivative Securities Acquired (Bay (Code (Ir any Month/Day/Year)) Table II - Derivative Securities Acquired (Bay (Code (Ir any Month/Day/Year)) Table II - Derivative Securities Acquired (Bay (Code (Ir any Month/Day/Year)) Table II - Derivative Securities Acquired (Bay (Month/Day/Year)) Table II - Derivative Securities Acquired (Bay (Month/Day/Year))	(First) (Middle) SCENT COURT (State) (Zip) Table I - Non-Derivative Securities Acquired, Dispate (Month/Day/Year) Fecurity (Instr. 3) Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II - Derivative Securities Acquired, Dispate (Month/Day/Year) Stock Table II	WHG	Code Name Code Code	(First) (Middle) SCENT COURT (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Conversion Date (Month/Day/Year) (Stock	First (Middle) SCENT COURT (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Code (Instr. 3) 2. Transaction (Month/Day/Year) (P. g., puts, calls, warrants, options, convertible securities) (Code (Instr. 3) (A mount (Conversion Date (e.g., puts, calls, warrants, options, convertible securities) (Month/Day/Year) (Month/Da	WHG 3. Date of Earliest Transaction (Month/Day/Year) Scentre Corporation Conversion Conversion	Circle C	WHG 3. Date of Earliest Transaction (Month/Day/Year) 2. Date of Earliest Transaction (Month/Day/Year) 2. Transaction 2. Transaction	

Explanation of Responses:

1. 13,072 shares were withheld by the Company to satisfy a portion of Mr. Casey's tax withholding obligation upon the vesting of restricted stock.

William R. Hardcastle, Jr. as attorney-in-fact

02/26/2013

** Signature of Reporting Person

Date

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).
- ** 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 is insufficient, see Instruction 6 for procedure.

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