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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

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**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): November 20, 2002**

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**WESTWOOD HOLDINGS GROUP, INC.**

(Exact name of registrant as specified in charter)

**Delaware**  
(State or other jurisdiction of incorporation)

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

**75-2969997**  
(IRS Employer Identification No.)

**300 Crescent Court, Suite 1300, Dallas, Texas 75201**  
(Address of principal executive offices)

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

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Item 5. Other Events.

Westwood Holdings Group, Inc. issued a press release today announcing that its Board of Directors has approved the payment of a quarterly cash dividend of \$0.02 per common share, payable on January 1, 2003 to stockholders of record on December 16, 2002. A copy of such press release is filed as Exhibit 99.1 hereto and is incorporated by reference herein.

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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.

Date: November 20, 2002

WESTWOOD HOLDINGS GROUP, INC.

By: /s/ BRIAN O. CASEY

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Brian O. Casey,  
President and Chief Operating Officer

EXHIBIT INDEX

| <u>Exhibit Number</u> | <u>Description</u>                     |
|-----------------------|--|
| 99.1                  | Press release dated November 20, 2002. |

**Westwood Holdings Group, Inc. Declares Quarterly Dividend**

Dallas, November 20 – Westwood Holdings Group, Inc. (NYSE: WHG) today announced that its Board of Directors has approved the payment of a quarterly cash dividend of \$0.02 per common share, payable on January 2, 2003 to stockholders of record on December 16, 2002.

About Westwood

Westwood Holdings Group, Inc. manages investment assets and provides services for its clients through two subsidiaries, Westwood Management Corp. and Westwood Trust. Westwood Management Corp. is a registered investment advisor and provides investment advisory services to corporate pension funds, public retirement plans, endowments and foundations, mutual funds and clients of Westwood Trust. Westwood Trust provides, to institutions and high net worth individuals, trust and custodial services and participation in common trust funds that it sponsors. Westwood Holdings Group, Inc. trades on the New York Stock Exchange under the symbol “WHG.” For more information, please visit the Company’s website at [www.westwoodgroup.com](http://www.westwoodgroup.com).

Note on Forward-looking Statements

Statements that are not purely historical facts, including statements about anticipated or expected future revenue and earnings growth and profitability, as well as other statements including words such as “anticipate,” “believe,” “plan,” “estimate,” “expect,” “intend,” “should,” “could,” “goal,” “target,” “designed,” “on track,” “comfortable with,” “optimistic” and other similar expressions, constitute forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements are subject to known and unknown risks, uncertainties and other factors, which may cause actual results to be materially different from those contemplated by the forward-looking statements. Such factors include the risks and uncertainties referenced in our documents filed with, or furnished to, the Securities and Exchange Commission, including without limitation those identified under the caption “Risk Factors” in the Company’s Amendment No. 5 to the Registration Statement on Form 10 filed with the Securities and Exchange Commission on June 6, 2002. We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Readers are cautioned not to place undue reliance on forward-looking statements.

SOURCE: Westwood Holdings Group, Inc.

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**CONTACT:**

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