

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

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Holland C Malcolm III</u> (Last) (First) (Middle) C/O VERITEX HOLDINGS, INC. 8214 WESTCHESTER DRIVE, SUITE 800 (Street) DALLAS TX 75225 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Veritex Holdings, Inc. [VBTX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman, CEO, President
	3. Date of Earliest Transaction (Month/Day/Year) 10/28/2024	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	10/28/2024		M		12,777	A	\$14.17	236,909	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		1,695	D	\$27.64	235,214	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		1,941	D	\$27.65	233,273	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		69	D	\$27.66	233,204	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		171	D	\$27.67	233,033	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		364	D	\$27.68	232,669	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		425	D	\$27.69	232,244	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		708	D	\$27.7	231,536	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		6,958	D	\$27.71	224,578	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		319	D	\$27.715	224,259	D ⁽¹⁾	
Common Stock ⁽²⁾	10/28/2024		S		127	D	\$27.72	224,132	D ⁽¹⁾	
Common Stock								5,750	I	By The Holland III FLP

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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$14.17	10/28/2024		M			12,777	(3)	01/01/2025	Common Stock	12,777	\$14.17	0	D	

Explanation of Responses:

- 10,000 of these shares are held in the name of Pershing LLC, as custodian for Mr. Holland's personal IRA.
- Multiple lots for the same price for this order have been combined.
- Grant has a graded vesting schedule. Date Exercisable will vary for each vesting tranche.

Remarks:

/s/ C. Malcolm Holland

11/04/2024

** 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.

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