Health Insurance Innovations, Inc.

Form 4

May 22, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Repo Kosloske Michael W	orting Person *	2. Issuer Name and Ticker or Trading Symbol Health Insurance Innovations, Inc.	5. Relationship of Reporting Person(s) to Issuer			
[HIIQ]		[HIIQ]	(Check all applicable)			
(Last) (First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	_X DirectorX 10% Owner _X Officer (give title Other (specify			
15438 N. FLORIDA AVENUE, SUITE 201		05/20/2014	below) below) Chairman, President and CEO			
(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
		Filed(Month/Day/Year)	Applicable Line) Form filed by One Reporting Person			
TAMPA, FL 33613			_X_ Form filed by More than One Reporting Person			
(City) (State)	(Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Own			

17 11 11 11 1 2 3 3 3 3 3			Person							
(City)	(State)	(Zip) Tab	ole I - Non-	Derivativo	e Secu	ırities Acqui	red, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	omr Dispo (Instr. 3,	sed of 4 and (A) or	` ′	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)	
Class A Common Stock	05/20/2014		S	2,010 (1)	D	\$ 10.3718 (2)	41,415	D		
Class A Common Stock							8,900	I	See Footnote (3)	
Class A Common Stock							8,566,667 <u>(4)</u>	I	See Footnote (4)	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title and	d 8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transac	tionNumber	Expiration D	ate	Amount of	f Derivative
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Underlying	g Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivativ	re		Securities	(Instr. 5)
	Derivative				Securities	S		(Instr. 3 an	nd 4)
	Security				Acquired				
	·				(A) or				
					Disposed				
					of (D)				
					(Instr. 3,				
					4, and 5)				
					, ,				
								Am	ount
						Date	Expiration	or	
						Exercisable	Date	Title Nun	mber
						LACICISABIC	Duic	of	
				Code	V (A) (D)			Sha	res

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Kosloske Michael W 15438 N. FLORIDA AVENUE SUITE 201 TAMPA, FL 33613	X	X	Chairman, President and CEO					
Kosloske Lori 15438 N. FLORIDA AVENUE SUITE 201 TAMPA, FL 33613	X							
Health Plan Intermediaires, LLC C/O HEALTH INSURANCE INNOVATIONS, INC. 15438 N. FLORIDA AVENUE, SUITE 201 TAMPA, FL 33613		X						
Health Plan Intermediaries Sub, LLC C/O HEALTH INSURANCE INNOVATIONS, INC. 15438 N. FLORIDA AVENUE, SUITE 201 TAMPA, FL 33613		X						
Signatures								

05/22/2014

Reporting Owners

/s/ Joan Rodgers, as

Attorney-in-Fact

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**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan, which was adopted by Mr. Kosloske on December 13, 2013.
- The price reported in Column 4 represents the weighted average price of multiple transactions with a range of prices between \$10.27 to \$10.46 inclusive. Mr. Kosloske undertakes to provide, upon request by the SEC, Health Insurance Innovations, Inc., or a security holder of Health Insurance Innovations, Inc., full information regarding the number of shares sold at each separate price within the range set forth above.
- (3) By Lori Kosloske. Michael Kosloske and Lori Kosloske are husband and wife.
 - This number of shares consists of 8,480,000 shares of Class B Common Stock held of record by Health Plan Intermediaries, LLC ("HPI") and 86,667 shares of Class B Common Stock held by Health Plan Intermediaries Sub, LLC ("HPIS"). Michael Kosloske is the sole member and primary manager of HPI, and has sole voting and dispositive power over the shares held by HPI. HPI is
- the sole managing member of HPIS and has sole voting and dispositive power over the shares held by HPIS. Mr. Kosloske, by virtue of his control of HPI and HPI's control of HPIS, may be deemed to beneficially own all the shares of Class B Common Stock held of record by each of HPI and HPIS. The shares of Class B Common Stock, together with the Series B Membership Interests of HPI, are exchangeable, at Mr. Kosloske's election, for equal numbers of shares of Class A Common Stock. This exchange right has no expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space 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.

Signatures 3