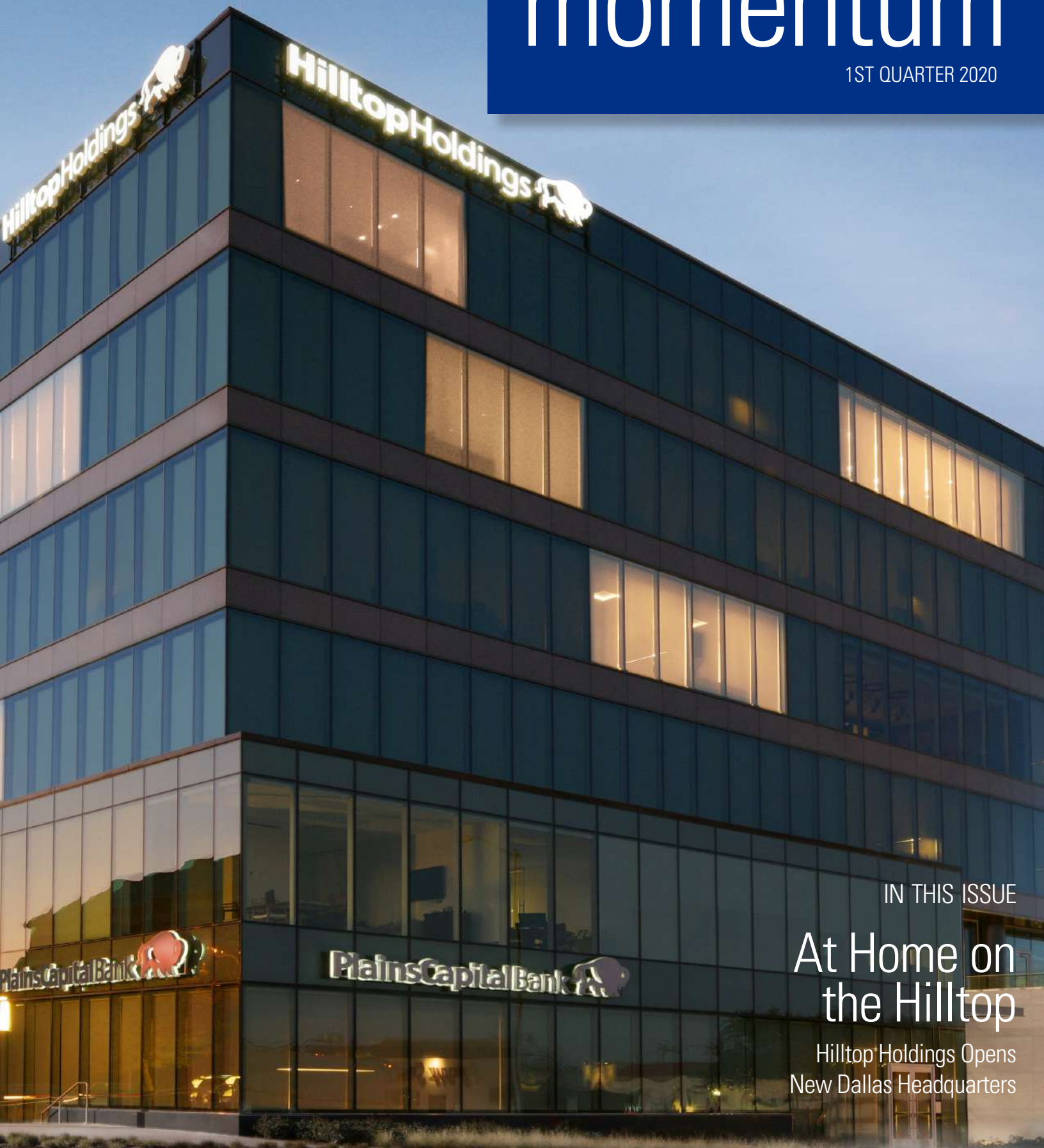


momentum

1ST QUARTER 2020



IN THIS ISSUE

At Home on the Hilltop

Hilltop Holdings Opens
New Dallas Headquarters



HILLTOP IS ON THE MOVE

As our communities unite to stop the spread of the COVID-19 pandemic, Hilltop is focused on protecting the health and well-being of our employees and customers, while continuing to deliver the services upon which they rely. We are a strong and stable organization, well-positioned to weather this storm and meet the needs of our customers across each of our operating companies. I am proud of our employees' commitment and the steps they are taking to overcome the challenges of the current market. They embody our strength and success.

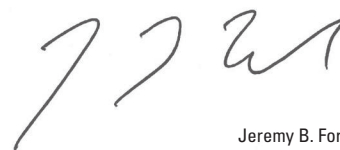
As we support our customers during this time of uncertainty, we look forward to building on last year's momentum. Not only did 2019 mark a record year for Hilltop in terms of net income generated, we also opened our new Dallas headquarters in February, marking a significant milestone in our company's history. Hilltop Plaza is a 119,000-square-foot, six-story office building located adjacent to the Southern Methodist University campus and "The Hilltop" that inspired our company's name. It serves as the home office for both Hilltop Holdings and PlainsCapital Bank. We couldn't be more proud of our new home.

We opened a 4,000-square-foot PlainsCapital Bank branch in the building's lobby in November 2019, and now also occupy about 68,000 square feet on the building's third, fourth, fifth, and sixth floors. The remaining first- and second-floor space will be leased for commercial office, retail, and restaurant use. Hilltop is growing and our new flagship location represents an

important investment in that growth and our company's future. Hilltop Plaza is a high-visibility symbol of our strength and success.

You can read more about our new headquarters in this issue of *Momentum*, along with articles highlighting other aspects of our growth across all of our operating companies. These examples include PlainsCapital Bank's initiative to transform our branches through technology upgrades and our Customer 360 program, a review of PrimeLending's record-breaking year of success, and HilltopSecurities' inaugural cybersecurity seminar for industry leaders.

Our family of companies is entering a new decade with optimism and momentum. As Hilltop continues to grow, we have never lost sight of the core values that have fueled our success. We remain focused on our commitment to building strong customer relationships and positively impacting the communities we serve. The view from the hilltop is bright and the best is yet to come.



Jeremy B. Ford
President and CEO

HILLTOP AGREES TO SELL NATIONAL LLOYDS TO ALIGN FINANCIAL HOLDINGS

Hilltop and Align Financial Holdings, LLC ("Align") announced on Jan. 31, 2020, that they have entered into a definitive agreement for the sale of Hilltop's wholly owned subsidiary, National Lloyds Corporation ("National Lloyds"), to Align in an all-cash transaction valued at approximately \$150 million, subject to post-closing adjustments.

National Lloyds is a Dallas-based specialty property insurer primarily serving owners of lower value homes and mobile homes. The company writes premiums through two subsidiaries, National Lloyds Insurance Company and American Summit Insurance Company (the "Carriers"), and also has wholly owned agency and services businesses, including Nalico General Agency (the "Agencies"). National Lloyds has an established distribution network of approximately 3,900 independent agencies and active licenses in more than 40 states.

Concurrent with the purchase of National Lloyds, Align has entered into a definitive agreement for the sale of the Carriers to ReAlign Insurance Holdings, LLC ("ReAlign") in an all-cash transaction. ReAlign is an insurance holding company formed by ReAlign Capital Strategies, LLC and private investment

fund, MGI Insurance Holdings, Inc. As part of the transaction, the Agencies retained by Align, or their affiliates, will enter into various agreements with the Carriers to provide services, including acting as a program underwriting manager and claims administrator for the Carriers post-transaction.

"We believe the sale of National Lloyds allows Hilltop to better focus our resources on growing our core operating companies of PlainsCapital Bank, PrimeLending, and HilltopSecurities," said Hilltop President and CEO Jeremy B. Ford. "I have worked closely with National Lloyds since Hilltop first acquired it in 2007, and have remained proud of the company, its exceptional employees, and its strong results throughout that time. This transaction creates an exciting opportunity for the management and employees of National Lloyds to work with Align's experienced leadership team."

The transaction has been approved by the boards of directors of Hilltop, Align, and ReAlign and the parties expect the transaction to close in the second quarter of 2020, subject to customary closing conditions, including required regulatory approvals.

HILLTOP HELPS FEED THE HUNGRY

In November 2019, 100 Hilltop employees volunteered at Hunger Busters, a Dallas-based charity focused on feeding kids and fueling futures. Annually, Hunger Busters provides over 350,000 meals to 11 Dallas Independent School District (DISD) schools and six after school programs. With the help of volunteers like Hilltop employees, Hunger Busters is able to fight the epidemic of Dallas' childhood hunger problem. This contribution translated to 200 work hours and \$2,000 in wages saved by Hunger Busters. Volunteers made 5,721 total sandwiches and assembled 1,824 meals, which were delivered to provide a much-needed third meal of the day for food insecure students. This effort is a prime example of Hilltop's dedication to serving its communities.



Hilltop employees worked three two-hour shifts over the course of two days to help Hunger Busters feed Dallas-area schoolchildren.



Hilltop Holdings



Hilltop Holdings



PlainsCapital Bank



PlainsCapital Bank



HILLTOP PLAZA IS OPEN FOR BUSINESS

We're excited to announce the recent move into Hilltop's and PlainsCapital Bank's new headquarters, Hilltop Plaza located at 6565 Hillcrest Avenue in Dallas, Texas. Hilltop Plaza is the new home for approximately 130 employees across several holding company and bank departments.

This move into Hilltop Plaza marks a major milestone for our company. "Hilltop has experienced significant growth in the past five years, and this new headquarters project signifies our continued commitment to investing in our company and community," said Hilltop's President and CEO Jeremy B. Ford. "Hilltop Plaza will be a highly visible and unique property in one of Dallas' most desirable areas. It is a fitting symbol of Hilltop's strength and position as a financial services leader in Texas."

The six-story, Class A mixed-use commercial tower and retail office building is centrally located within University Park, adjacent to Snider Plaza and Southern Methodist University's campus. Hilltop and PlainsCapital lease approximately 68,000 square feet of corporate office space, occupying over half of the building. While Hilltop and PlainsCapital are the largest tenants, the LEED Silver-certified building also will house other commercial office, retail, and restaurant tenants.

In addition, PlainsCapital has opened a brand new 4,000-square-foot bank branch on the first floor, which incorporates a new universal teller model. This model closely resembles a hotel concierge-style desk, which is designed to create less of a barrier between the teller and the customer, in comparison to traditional bank teller lines.

"We are proud of the modern, comfortable and productive work environment we have built for our Hilltop family," Ford said. "I'm excited to begin a new decade in our headquarters and look forward to many more years of opportunity, growth, and success."

PLAINSCAPITAL EMBRACES THE FUTURE OF BANKING

To stay ahead of clients' needs, PlainsCapital Bank recently launched a branch transformation initiative that includes a new interior design theme, digital technologies, Personal Teller Machines (PTMs), and a Customer 360 program focused on service and cultivating relationships.

The new features and service strategy were uniquely designed to make branch visitors' experiences more engaging, welcoming, and convenient, as well as increase the Bank's operational efficiency.

"PlainsCapital Bank is committed to offering clients personalized, flexible ways to bank that are competitive in the banking industry," said PlainsCapital Bank President and CEO Jerry Schaffner. "Our branch transformation initiative will allow us to more effectively and efficiently meet visiting clients' needs and proactively deepen relationships with new and existing clients."

PlainsCapital Bank's recently opened Hillcrest branch located in Hilltop Plaza in Dallas, Texas, is one of the branches that features the new digital and physical renovations, including a floor layout that was constructed with fewer barriers between branch staff and clients. It also features a new PTM, where clients can enjoy greater accessibility and speak with a live teller during extended banking hours.

PlainsCapital Bank's North Dallas branch is among the locations currently being planned for renovation and already features a new drive-through PTM. Once complete, it will include many of the same features available in the Hilltop Plaza branch—plus physical and digital signage to educate branch visitors and a new color scheme.

"The banking industry is rapidly transforming, which is why we've invested in research to understand what our clients need now and



PlainsCapital Bank customer interacts with a live teller using a PTM.

what they'll expect many years in the future," said PlainsCapital Bank Chief Administrative Officer Pete Villarreal. "The branch transformation initiative is all about offering clients more ways to bank and catering to every generation's needs."

Multiple branches already include the new features, and PlainsCapital Bank plans to extend the new physical and digital innovations throughout its branches over the next several years.

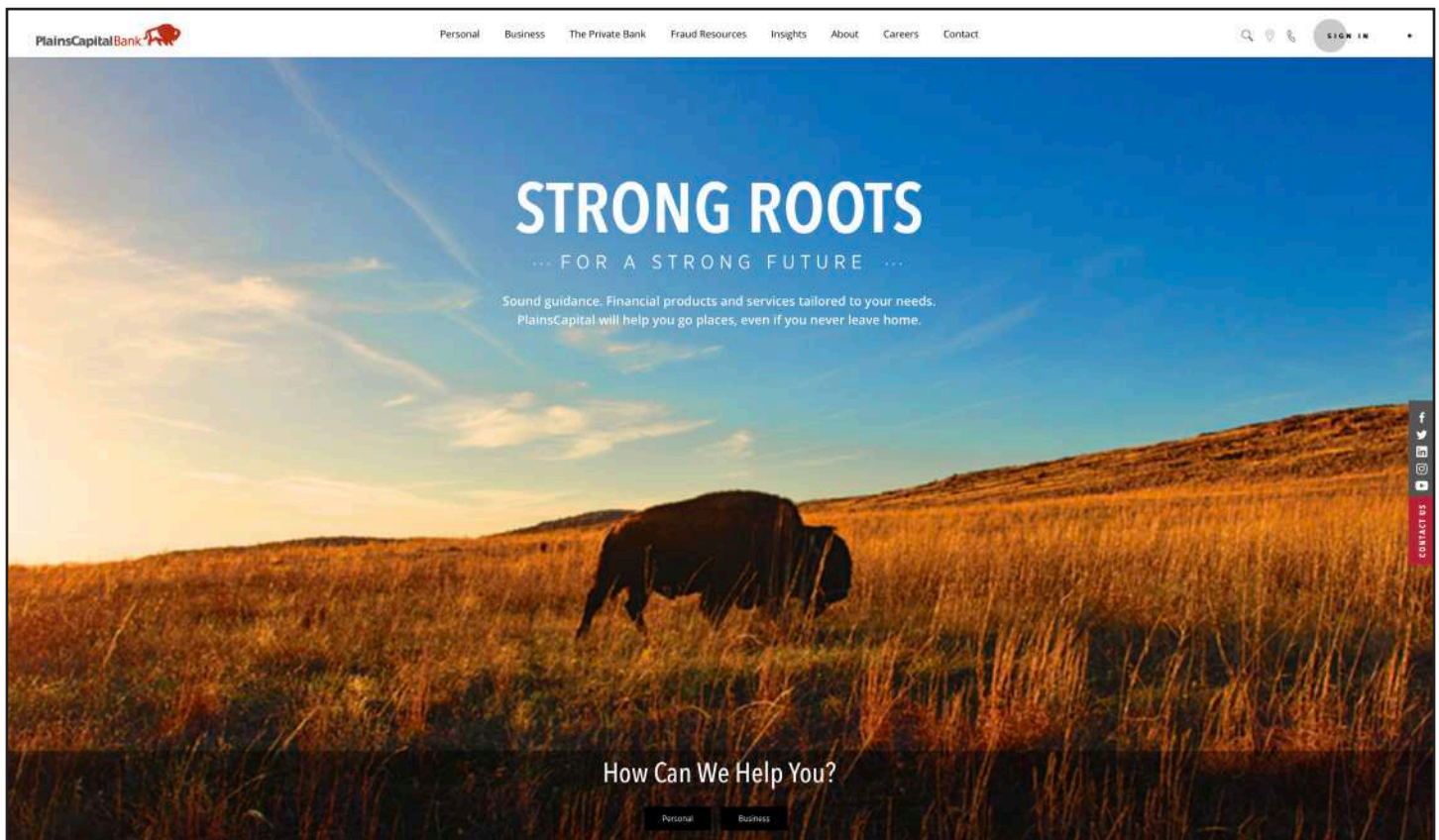
As part of the initiative, PlainsCapital Bank has already implemented the Customer 360 program at every location across Texas. Branches meet weekly to huddle and discuss the behaviors and technical skills necessary to drive their success, service, and growth. The talking points for the weekly meetings also are tied to PlainsCapital Bank's monthly marketing plan. The Customer 360 program will continue to develop, engage, and enhance employees' skill sets in relationship management and meeting clients' needs through new digital training applications and courses.

"The age where bank employees were confined to one job role are long gone. We see our branch staff as one of our greatest assets, and we've identified opportunities to help employees better serve clients while furthering their own development," said Chief of Retail Banking Services Matt Adkins. "Our new service strategy is meant to empower employees and help them efficiently and effectively identify solutions for branch visitors."

PlainsCapital Bank's new approach to service and branch renovations was designed to engage and retain clients. As the banking industry evolves, the branch transformation initiative will supply the momentum PlainsCapital Bank's clients need to move forward.



PlainsCapital Bank Assistant Branch Manager Mattie Cowan helps a visiting client at the Hillcrest branch.



BANK ELEVATES ONLINE EXPERIENCE WITH NEW WEBSITE

As part of PlainsCapital's ongoing mission to help clients blaze their own trails and achieve financial freedom, the Bank recently launched a wholly redesigned website. The updated website features a modern aesthetic, new online account applications, educational content and resources, a robust search function, and new interactive elements to help clients find their perfect banking solution.

"Since our founding in 1988, we've operated with a relationship-first approach. In 2020, a high-touch, personal banking model has to be enhanced by a leading-edge web presence," said PlainsCapital Bank President and CEO Jerry Schaffner. "The new website gives our customers the resources and tools they need to make informed decisions and achieve their financial goals."

The new website's improved search function, structure, and aesthetics help users find exactly what they need, quickly and easily. And for users who are uncertain about what they need, the new interactive Industry Solutions and Financial Journey tools guide them to products or educational content unique to their industry or phase of life.

The new website also coincides with enhancements to various account-opening platforms made earlier this year. With the new platforms, customers are now able to open CDs, money market accounts, and small business checking accounts online in addition to personal savings and checking accounts. They also have the ability to apply for personal loans with the convenient online loan application service.

"A majority of our customers supplement the in-branch experience with online and mobile banking," said PlainsCapital Bank Chief Administrative Officer Pete Villarreal. "The new website adopts the latest user-interface/user-experience best practices to provide a digital banking experience that keeps pace with the changing preferences of our customers."



BE ON THE LOOKOUT FOR CORONAVIRUS SCAMS

Cyber criminals will stop at nothing to acquire your personal and confidential information, even using the latest news or current events as a way to mislead you. Recently, the threat posed by COVID-19 has ignited an international health emergency. That's when scammers will attempt to make your fear and concern work to their benefit with coronavirus scams.

How Does the Scam Work?

Like any phishing scam, the intent is to persuade, intimidate, or even scare you into giving up personal information or opening malicious emails and/or attachments.

For example, a cybersecurity firm named Proofpoint recently reported on the existence of coronavirus-themed emails with fraudulent Microsoft Word attachments that seem to promote virus awareness or safety measures. If the attachment is opened, malware or ransomware is installed on a user's computer. In another scenario, cyber criminals are going so far as to disguise themselves as the World Health Organization (WHO) or Centers for Disease Control and Prevention (CDC). At first look, it may be tempting to open an email and click on a link or open an attachment that appears to come from one of these health entities claiming to have legitimate health and safety information.

How to Protect Yourself from Coronavirus Scams

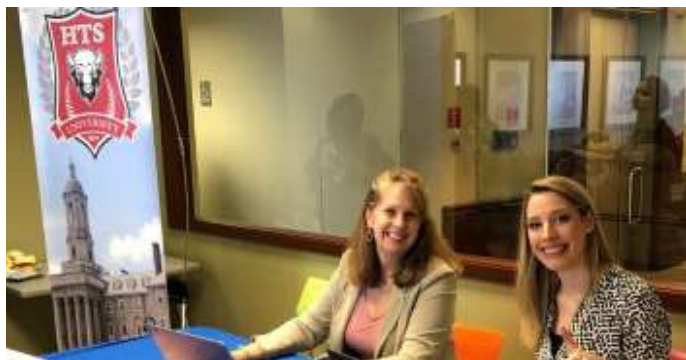
Fortunately, there are ways to counteract these attempts to steal your information or defraud you out of money:

- 1. Don't click on links or open attachments from sources you don't know.** As mentioned in the scenario above, doing so could download a virus onto your computer or device. You should also make sure the anti-malware and anti-virus software on your computer is up to date.
- 2. Be alert to "investment opportunities."** The U.S. Securities and Exchange Commission is warning people about online promotions claiming that the products or services of publicly-traded companies can prevent, detect, or cure coronavirus and that the stock of these companies will dramatically increase in value as a result.
- 3. Watch for emails claiming to be from the CDC, WHO or experts offering important information about the virus.** For the most up-to-date information about the coronavirus, visit these entities' websites directly.

Keeping Your Money Safe

The key to protecting yourself is education and awareness. PlainsCapital Bank's Fraud Department provides educational resources for businesses and customers to help detect and prevent fraud on their accounts. Visit PlainsCapital.com/Insights for educational resources including the "Keeping Your Money Safe" fraud prevention series.

RAISING INTELLECTUAL CAPITAL



Human Resources associates Shannon Moon and Kristen Spaulding at the HTSU launch celebration.



HilltopSecurities' Joy Alexander, Candace Emerson, and Vanessa Trevino posing with Mo the Buffalo at the HTSU launch celebration.

In October 2019, HilltopSecurities officially launched HilltopSecurities University (HTSU), a multi-faceted learning platform developed to help firm associates raise their intellectual net worth.

The program is comprised of three key pillars: providing associates with foundational knowledge of the firm's operating divisions, implementing associate and manager training programs, and forging strong partnerships with select universities to offer educational events and create a pipeline of new recruits.

"Talent and intelligence are inherent traits among financial services professionals," said HilltopSecurities President and CEO Brad Wings. "Our clients trust us to provide smart, informed advice. However, like anything else, we have to develop that talent. That's what HTSU is all about."

To date, HilltopSecurities has held several internal education events for its Fixed Income and Public Finance divisions and launched an online learning platform with curated course recommendations. The firm also welcomed an inaugural class of up-and-coming professionals for its wealth management advisor and public finance analyst training programs. Finally, the firm published an internal website as an associate resource for program initiatives.

In 2020, HilltopSecurities plans to launch internal training programs for associates, managers, and leadership, while also building out its university partnerships initiative.

A NEW CHAPTER BEGINS WITH A BANNER YEAR

HilltopSecurities' long history as a leader in municipal finance began a new chapter in 2019. At the beginning of the year, the company welcomed Brad Wings as president and CEO and Jon Sobel as chairman. By the end of the year, it also had added to its ever-expanding list of industry recognitions.

With Wings and Sobel at the helm, the firm welcomed a number of new bankers, analysts, and divisional leaders, while reorganizing business verticals and reporting relationships. The changes spurred growth—both in market share and brand presence.

"Hill Feinberg built a strong company with an admirable culture," said Wings. "Coming to HilltopSecurities was a great opportunity as much as it was a great challenge. To build on an already strong foundation, we focused on recruiting the right people to help expand our business, while also empowering current performers to continue doing what they do best."

A LEADER IN PUBLIC FINANCE

In a year of immense change, the company and – more importantly – its people garnered numerous accolades from industry peers, trade publications, and business media, including:

Laura Alexander Wins Women in Business Award

In July 2019, the *Dallas Business Journal* (DBJ) selected Regional Managing Director and Investment Banker Laura Alexander as an honoree in its 2019 Women in Business Awards. The annual program recognizes female professionals who have shaped North Texas through their work in various industries. The DBJ recognized 30 North Texas women in its 2019, program and Alexander was nominated based on her leadership, professional accomplishments, and service to the community.



Andre Ayala

Andre Ayala Named Municipal Finance Rising Star

In September 2019, *The Bond Buyer* included Director, Investment Banker Andre Ayala in its 4th annual Rising Stars program. The program honors municipal finance professionals under the age of 40 whose strong leadership and innovative thinking have improved the communities they serve and the industry as a whole.

Throughout his career, Ayala has helped approximately 30 issuers across the nation structure and execute over 575 transactions for a total par amount of about \$5.9 billion as lead banker, client manager, and supporting banker.



Smith's Research & Gratings CEO Terry Smith (left) and HilltopSecurities' Tom Kozlik

Tom Kozlik Named Municipal Analyst All-Star

In April 2019, HilltopSecurities welcomed municipal analyst Tom Kozlik as director, head of municipal strategy and credit. In his role, Kozlik provides municipal credit advice to the firm's bankers and clients. He also publishes regular commentary that reinforces the firm's position as a leader in the municipal space. In December, Smith's Research & Gratings included Kozlik on its 2019 Municipal Analysts All-Star First Team in the generalist category. The team is comprised of a prominent group of municipal analysts from across the country who were nominated by their peers and elected by institutional investors.

DFW International Airport Wins Innovative Financing Deal of the Year

In December 2019, HilltopSecurities' client, DFW International Airport (the Airport), won *The Bond Buyer's* Innovative Financing Award. The award was for the Airport's Joint Revenue Refunding Bonds, Taxable Series 2019A. HilltopSecurities served as co-financial advisor on the deal, headed by Investment Bankers Laura Alexander and Rick Fox with pricing support from Municipal Underwriter Pete Stare.

The deal marked the inaugural issuance of the Airport's taxable plan of finance and included a comprehensive global marketing plan, which resulted in the largest taxable airport deal to date with international investor orders totaling 39 percent of the deal size. The innovative nature of the deal is expected to influence the reception and strategy of future airport transactions.

HILLTOPSECURITIES HOSTS CYBERSECURITY SEMINAR FOR PUBLIC AND TAX-EXEMPT ENTITIES

On Jan. 23, 2020, HilltopSecurities hosted its first Cybersecurity Seminar to address one of the most important aspects of risk management for state and local governments, nonprofits and other tax-exempt organizations. Over 200 people attended the free, one-day event at the Fairmont Dallas.

The event facilitated discussions among governmental and trade organizations, analysts, investors, and cybersecurity professionals to educate municipal financial decision-makers on the intricacies of cybersecurity and cyberattacks, including risk mitigation and tactical response strategies, legal and regulatory requirements, and cybersecurity resources.

"Cybersecurity is crucial to the safety of any organization, no matter their function, size or industry," said HilltopSecurities President and CEO Brad Wings. "We hosted the cybersecurity seminar to raise awareness about the current cyber threats affecting public entities and nonprofit organizations and help them avoid the potentially devastating impacts of cyberattacks."



The seminar featured keynote speaker Robert Anderson Jr., CEO of Cyber Defense Labs and former executive assistant director of the FBI's Criminal, Cyber, Response, and Services Branch.

Panel sessions covered cybersecurity and potential ransomware attacks from multiple perspectives and included legal, rating agency, and financial services executives, as well as senior public officials.

"Cyber defense is an ongoing risk that needs to be taken seriously," said Tom Kozlik, HilltopSecurities head of municipal strategy and credit. "Our Cybersecurity Seminar was designed to help leaders in each industry identify the right questions to ask and implement a cybersecurity strategy into their daily operations."

HilltopSecurities plans to host the Cybersecurity Seminar again in the future for governmental and business entities facing cyber risk.

2019: A RECORD-BREAKING YEAR FOR PRIMELENDING

The numbers from 2019 are in for PrimeLending, and it was officially another powerhouse year for the national mortgage lender's loan officers, branches, and the company as a whole. A record production year, PrimeLending set a new standard with \$15.6 billion in retail funding and \$18.9 billion in locks. More importantly, 600 loan officers and 128 branches across the country celebrated record years, thanks in large part to the tireless support of the company's operations team and corporate departments.

Throughout the year, PrimeLending served more than 61,000 homeowners, while maintaining a 96 percent customer satisfaction rating¹, earning 4.8 stars on Google and reaching more than 14,000 5-star reviews on Zillow. The company also continued to receive awards for its best-in-class culture, winning national recognition for Best Workplace in Financial Services and Insurance, as well as a Best Workplace for both Women and Millennials by Great Places to Work[®].²

PrimeLending is looking ahead to 2020 with confidence and optimism. Combining the expertise of the sales team and the care and commitment of the operations team with the company's strength as a purchase lender and investments in the future, PrimeLending believes it is well-positioned to have another successful year.

**\$15.6 BILLION
IN RETAIL FUNDING**

**\$18.9 BILLION
IN LOCKS**

**61,000 FAMILIES
SERVED**

1. Survey administered and managed by an independent third party following loan closing. 96% satisfaction rating refers to the rating our customers give our loan officers. Our loan officers have received a 96% Customer Satisfaction Rating; 2. Ranked by *Fortune* magazine and Great Places to Work[®] for 2019.

MODERN ORIGINATORS LEAD THE WAY



PrimeLending President and CEO Steve Thompson hosts a Q&A with Hilltop President and CEO Jeremy Ford at PrimeLending's 2020 Sales Rally

In 2019, PrimeLending launched Modern Originator, a company-wide initiative to arm its loan officers with the modern sales techniques, digital tools, and skill sets they need to remain not just relevant, but the premier choice for homebuyers seeking a more streamlined, transparent, and personal mortgage experience.

"Our sales organization has really embraced the Modern Originator challenge and seized the opportunity to learn new skills and leverage technology tools that not only create efficiencies, but generate value for our customers," said Tim Elkins, chief production officer for PrimeLending. "We're thrilled with the measurable results and positive momentum we experienced in year one."

Leveraging Google's Reach

Did you know that 92 percent of mortgage customers begin the shopping process online? That means it's more important than ever that loan officers and branches are quickly found online via the top search engine, Google. In 2019, PrimeLending had more than 2 million views on Google, representing a 21.3 percent increase over 2018, due in large part to an intentional focus on enhancing branch and individual Google My Business listings by adding and refreshing photos and video content, updating business hours, and adding programs and specials.

Collecting 5-Star Reviews

90 percent of consumers say that online reviews impact their purchase decision, and that certainly is the case when it comes to choosing a mortgage lender. To help loan officers and branches build, collect, and manage reviews on key sites like Google and Facebook, PrimeLending added Podium, a valuable online tool that centralizes and simplifies

all review activities. The results? Branch reviews increased by 331 percent, including 1,500 reviews in the fourth quarter alone. Better yet, the company earned an impressive 4.8 star rating in 2019.

Engaging Customers the Modern Way

From triggering timely communications based on borrower actions to customizable, co-branded marketing campaigns, PrimeLending loan officers will have more ways than ever to break through the clutter and engage customers. This spring, the company is rolling out Total Expert, a powerful new marketing platform that delivers the industry's best-in-class data-driven marketing solution with a full suite of dynamic materials and automated journeys triggered by key data to send the right message to the right person at the right time.

Investing in Game-Changing Technology

PrimeLending's investment in Blue Sage, a powerful loan origination system, is the foundation for modernizing the mortgage experience now and in the years ahead. With more than 50 percent of the national implementation complete and the remaining roll-out on track to wrap up in April 2020, the company is already beginning to reap the rewards of switching to the agile, cloud-based platform. Feedback from those who are already using Blue Sage confirms that it provides a faster, more intuitive, streamlined mortgage origination process that will ultimately increase efficiencies.

Operating as a Modern Originator, PrimeLending will be uniquely suited for success in the today's marketplace. The company will continue to build its business around its talented, modern loan originators and surround them with the technology, tools, products, resources, and support needed to create a competitive advantage.



PrimeLending Modern Originators from across the nation gathered in Dallas in February for the company's Powerhouse Sales Rally.

PLAINSCAPITAL SUPPORTS SOUTH PLAINS FOOD BANK



PlainsCapital Lubbock team and Market President Barry Ballinger represent the Bank during an interview with KCBD News Channel 11.

PlainsCapital Lubbock branches recently participated in the 37th annual U Can Share Food Drive benefitting the South Plains Food Bank (SPFB). The Bank's Lubbock team contributed over 1,200 pounds of food to help supply 804,000 total meals that helped feed thousands of people across the South Plains.

PlainsCapital's most recent contribution follows its \$10,000 donation in May 2019, which helped SPFB tackle summertime demand to aid kids when school is out of session and school lunches are not available.

As the COVID-19 situation unfolds, the need for local food assistance persists and the SPFB expects an increase in the number of food insecure. To continue meeting the needs of the hungry and protect the well-being of their staff, volunteers,

and those they serve, the SPFB recently implemented various new efforts and protocols.

The SPFB encourages people to donate to their new #WeFeedLBK campaign that will allow them to continue providing meals for children, the elderly, and families in the Lubbock area. For those who are able to donate their time, the SPFB hosts several resources and tools on their website to determine if it is safe for them to volunteer at their facility while protecting themselves and others.

PlainsCapital is proud of its long partnership with SPFB to help support their growth into the leading domestic hunger relief organization in the South Plains and as they aim to serve the food insecure amid the COVID-19 pandemic.



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