

Comstock Holding Companies, Inc.
 Form 5
 April 04, 2014

FORM 5

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

OMB APPROVAL

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 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
Clemente Christopher

(Last) (First) (Middle)

1886 METRO CENTER DRIVE,
 FOURTH FLOOR

(Street)

RESTON, VA 20190

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Comstock Holding Companies, Inc. [CHCI]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
 12/31/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman and CEO

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Price			
Class A Common Stock	04/22/2013		G	10,000 D \$ 0	1,862,127	D	
Class A Common Stock	04/22/2013		G	20,000 D \$ 0	1,842,127	D	
Class A Common	12/31/2013		G	55,000 D \$ 0	1,787,127	D	

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Stock									
Class A Common Stock	12/31/2013	Â	F4	24,825	D	\$ 2	<u>1,732,312</u> (2)	D	Â
Class A Common Stock	12/31/2013	Â	G	5,000	A	\$ 0	15,000	I	Custodian for Nicholas Schar Clemente (1)
Class A Common Stock	12/31/2013	Â	G	5,000	A	\$ 0	15,000	I	Custodian for Michael Douglas Schar Clemente (1)
Class A Common Stock	12/31/2013	Â	G	5,000	A	\$ 0	15,000	I	Custodian for Dylan Schar Clemente (1)
Class A Common Stock	12/31/2013	Â	G	5,000	A	\$ 0	15,000	I	Custodian for Noah Fitzgerald Schar Clemente (1)
Class A Common Stock	12/31/2013	Â	G	5,000	A	\$ 0	15,000	I	Custodian for Mary Madeline Schar Clemente (1)
Class A Common Stock	12/31/2013	Â	G	5,000	A	\$ 0	15,000	I	Custodian for Haley Schar Clemente (1)

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

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 control number.

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. of
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