

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(b) On January 13, 2011, Norman Matthews tendered his resignation as a director on the Signature Group Holdings, Inc. (the Company) Board of Directors, to be effective as of January 13, 2011. Mr. Matthews served as member of the Board of Director's Compensation Committee and as Chairman of its Governance & Nominating Committee. The Company does not plan to appoint a replacement director to fill Mr. Matthews' vacancy at this time.

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 thereunto duly authorized.

Signature Group Holdings, Inc.

Date: January 17, 2011

By: /s/ David N. Brody

Name: David N. Brody

Title: Sr. Vice President, Counsel & Secretary