

KINGSTONE COMPANIES, INC.
Form SC 13G
January 22, 2014

SECURITIES
AND
EXCHANGE
COMMISSION
Washington,
D.C. 20549

SCHEDULE
13G

Under the
Securities
Exchange Act of
1934
(Amendment
No.)

Kingstone
Companies, Inc.
(Name of
Issuer)

Common Stock,
par value \$0.01
per share
(Title of Class
of Securities)

496719105
(CUSIP
Number)

December 10,
2013
(Date of Event
Which Requires
Filing of This
Statement)

Check the
appropriate box
to designate the
rule pursuant to
which this
Schedule is

filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

(Page 1 of 18

Pages)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
2	Stieven Financial Investors, L.P. CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
3	SEC USE ONLY CITIZENSHIP OR PLACE OF
4	ORGANIZATION
	Delaware
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER -0- SHARED VOTING POWER
5	
6	326,640 shares of Common Stock SOLE DISPOSITIVE POWER
7	
8	-0- SHARED DISPOSITIVE POWER
	326,640 shares of Common

9 Stock
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

10 326,640 shares of
Common Stock
CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
REPRESENTED BY
11 AMOUNT IN ROW
(9)

12 4.5%
TYPE OF
REPORTING
PERSON

PN

	NAMES OF REPORTING PERSONS
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
1	
	Stieven Financial Offshore Investors, Ltd. CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
2	
3	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
4	
	Cayman Islands
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER -0- SHARED VOTING POWER
5	
6	73,360 shares of Common Stock SOLE DISPOSITIVE POWER
7	
8	-0- SHARED DISPOSITIVE POWER

73,360 shares
of Common
Stock

AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

9

73,360 shares of
Common Stock
CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..

10

ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
REPRESENTED BY
AMOUNT IN ROW
(9)

11

1.0%
TYPE OF
REPORTING
PERSON

12

OO

NAMES OF
REPORTING
PERSONS

1 I.R.S.
IDENTIFICATION
NO. OF ABOVE
PERSONS
(ENTITIES ONLY)

Stieven Capital GP,
LLC
CHECK
THE
APPROPRIATE

2 BOX IF A
MEMBER (b) x
OF A
GROUP

3 SEC USE ONLY
CITIZENSHIP OR
PLACE OF

4 ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY **5**
OWNED BY
EACH
REPORTING
PERSON WITH

SOLE
VOTING
POWER

-0-
SHARED
VOTING
POWER

6 326,640 shares
of Common
Stock

7 SOLE
DISPOSITIVE
POWER

8 -0-
SHARED
DISPOSITIVE
POWER

326,640 shares
of Common

9 Stock
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

10 326,640 shares of
Common Stock
CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
REPRESENTED BY
11 AMOUNT IN ROW
(9)

12 4.5%
TYPE OF
REPORTING
PERSON

OO

NAMES OF
REPORTING
PERSONS

1 I.R.S.
IDENTIFICATION
NO. OF ABOVE
PERSONS
(ENTITIES ONLY)

Stieven Capital
Advisors, L.P.

2 CHECK
THE
APPROPRIATE
BOX IF A
MEMBER (b) x
OF A
GROUP

3 SEC USE ONLY
CITIZENSHIP OR
PLACE OF

4 ORGANIZATION

Delaware

NUMBER OF
SHARES
BENEFICIALLY **5**
OWNED BY
EACH
REPORTING
PERSON WITH

SOLE
VOTING
POWER

-0-
SHARED
VOTING
POWER

6 400,000 shares
of Common
Stock

7 SOLE
DISPOSITIVE
POWER

8 -0-
SHARED
DISPOSITIVE
POWER

400,000 shares
of Common

9 Stock
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

10 400,000 shares of
Common Stock
CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
REPRESENTED BY
11 AMOUNT IN ROW
(9)

12 5.5%
TYPE OF
REPORTING
PERSON

IA, PN

	NAMES OF REPORTING PERSONS
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
2	Stieven Capital Advisors GP, LLC CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
3	SEC USE ONLY CITIZENSHIP OR PLACE OF
4	ORGANIZATION
	Delaware
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	SOLE VOTING POWER -0- SHARED VOTING POWER
5	
6	400,000 shares of Common Stock SOLE DISPOSITIVE POWER
7	
8	-0- SHARED DISPOSITIVE POWER
	400,000 shares of Common

9 Stock
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

10 400,000 shares of
Common Stock
CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
REPRESENTED BY
11 AMOUNT IN ROW
(9)

12 5.5%
TYPE OF
REPORTING
PERSON

OO

NAMES OF
REPORTING
PERSONS

1 I.R.S.
IDENTIFICATION
NO. OF ABOVE
PERSONS
(ENTITIES ONLY)

Joseph A. Stieven
CHECK
THE
APPROPRIATE

2 BOX IF A
MEMBER (b) x
OF A
GROUP

3 SEC USE ONLY
CITIZENSHIP OR
PLACE OF
4 ORGANIZATION

United States
SOLE
VOTING
5 POWER

-0-
SHARED
VOTING
POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH **6**

400,000 shares
of Common
Stock
SOLE
DISPOSITIVE
7 POWER

-0-
SHARED
DISPOSITIVE
POWER

8
400,000 shares
of Common
Stock

9 AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

400,000 shares of
Common Stock
10 CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
11 REPRESENTED BY
AMOUNT IN ROW
(9)

5.5%
12 TYPE OF
REPORTING
PERSON

IN

NAMES OF
REPORTING
PERSONS

1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)
2	Stephen L. Covington CHECK THE APPROPRIATE BOX IF A MEMBER (b) x OF A GROUP
3	SEC USE ONLY CITIZENSHIP OR PLACE OF ORGANIZATION
4	United States SOLE VOTING POWER
5	-0- SHARED VOTING POWER
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	6 400,000 shares of Common Stock SOLE DISPOSITIVE POWER
7	-0- SHARED DISPOSITIVE POWER
8	400,000 shares of Common Stock

9 AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

400,000 shares of
Common Stock
10 CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
11 REPRESENTED BY
AMOUNT IN ROW
(9)

5.5%
12 TYPE OF
REPORTING
PERSON

IN

NAMES OF
REPORTING
PERSONS

1 I.R.S.
IDENTIFICATION
NO. OF ABOVE
PERSONS
(ENTITIES ONLY)

2 Daniel M. Ellefson
CHECK
THE
APPROPRIATE
BOX IF A
MEMBER (b) x
OF A
GROUP

3 SEC USE ONLY
CITIZENSHIP OR
PLACE OF
4 ORGANIZATION

United States
SOLE
VOTING
5 POWER

-0-
SHARED
VOTING
POWER

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON WITH **6**

400,000 shares
of Common
Stock
SOLE
DISPOSITIVE
7 POWER

-0-
SHARED
DISPOSITIVE
POWER

8
400,000 shares
of Common
Stock

9 AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING
PERSON

400,000 shares of
Common Stock
10 CHECK BOX
IF THE
AGGREGATE
AMOUNT IN ..
ROW (9)
EXCLUDES
CERTAIN
SHARES
PERCENT OF
CLASS
11 REPRESENTED BY
AMOUNT IN ROW
(9)

5.5%
12 TYPE OF
REPORTING
PERSON

IN

Item 1(a). NAME OF ISSUER

The name of the issuer is Kingstone Companies, Inc. (the “Company”).

Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

The Company’s principal executive offices are located at 15 Joys Lane, Kingston, NY 12401.

Item 2(a). NAME OF PERSON FILING

This statement is filed by:

- (i) Stieven Financial Investors, L.P., a Delaware limited partnership (“SFI”), with respect to the shares of Common Stock beneficially owned by it;
- (ii) Stieven Financial Offshore Investors, Ltd., a Cayman Islands exempted company (“SFOI”), with respect to the shares of Common Stock beneficially owned by it;

Stieven Capital GP, LLC, a limited liability company organized under the laws of the State of Delaware
- (iii) (“SFIGP”), as the general partner of SFI, with respect to the shares of Common Stock beneficially owned by SFI;
- (iv) Stieven Capital Advisors, L.P., a Delaware limited partnership (“SCA”), which serves as the investment manager to SFI and SFOI, with respect to the shares of Common Stock beneficially owned by SFI and SFOI;
- (v) Stieven Capital Advisors GP, LLC, a Delaware limited liability company (“SCAGP”), which serves as the general partner of SCA, with respect to the shares of Common Stock beneficially owned by SFI and SFOI;
- (vi) Joseph A. Stieven (“Mr. Stieven”), as managing member of SCAGP and SFIGP and Chief Executive Officer of SCA with respect to the shares of Common Stock beneficially owned by SFI and SFOI;
- (vii) Stephen L. Covington (“Mr. Covington”), as managing director of SCA with respect to the shares of Common Stock beneficially owned by SFI and SFOI; and
- (viii) Daniel M. Ellefson (“Mr. Ellefson”), as managing director of SCA with respect to the shares of Common Stock beneficially owned by SFI and SFOI.

The foregoing persons are hereinafter collectively referred to as the “Reporting Persons.” Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

The filing of this statement should not be construed as an admission that any of the Reporting Persons is, for the purposes of Section 13 of the Act, the beneficial owner of the Common Stock reported herein.

Item 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE

The address of the business office of each of the Reporting Persons is 12412 Powerscourt Drive, Suite 250, St. Louis, Missouri 63131.

Item 2(c). CITIZENSHIP

SFI and SCA are limited partnerships organized under the laws of the State of Delaware. SFOI is a Cayman Islands exempted company. SFIGP and SFAGP are limited liability companies organized under the laws of the State of Delaware. Messrs. Stieven, Covington and Ellefson are citizens of the United States.

Item 2(d). TITLE OF CLASS OF SECURITIES

Common Stock, par value \$0.01 per share (the "Common Stock")

Item 2(e). CUSIP NUMBER

496719105

Item 3. IF THIS STATEMENT IS FILED PURSUANT TO Rules 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) " Broker or dealer registered under Section 15 of the Act;
- (b) " Bank as defined in Section 3(a)(6) of the Act;
- (c) " Insurance company as defined in Section 3(a)(19) of the Act;
- (d) " Investment company registered under Section 8 of the Investment Company Act of 1940;
- (e) " An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) " An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) " A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) " A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i) " A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j) " A non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
- (k) " Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J), please specify the type of institution:

Item
4. OWNERSHIP

A. Stieven Financial Investors, L.P.

- (a) Amount beneficially owned: 326,640 shares of Common Stock
Percent of class: 4.5% The percentages used herein and in the rest of Item 4 are calculated based upon the 7,226,594 shares of Common Stock outstanding on December 13, 2013, as
- (b) reflected in (i) the Form 424B1 filed by the Company on December 10, 2013 and (ii) the Form 8-K by the Company on December 12, 2013.
- (c) (i) Sole power to vote or direct the vote: -0-
(ii) Shared power to vote or direct the vote: 326,640 shares of Common Stock
(iii) Sole power to dispose or direct the disposition: --0-
(iv) Shared power to dispose or direct the disposition of: 326,640 shares of Common Stock

B. Stieven Financial Offshore Investors, Ltd.

- (a) Amount beneficially owned: 73,360 shares of Common Stock
- (b) Percent of class: 1.0%
- (c) (i) Sole power to vote or direct the vote: -0-
(ii) Shared power to vote or direct the vote: 73,360 shares of Common Stock
(iii) Sole power to dispose or direct the disposition: --0-
(iv) Shared power to dispose or direct the disposition of: 73,360 shares of Common Stock

C. Stieven Capital GP, LLC

- (a) Amount beneficially owned: 326,640 shares of Common Stock
- (b) Percent of class: 4.5%.
- (c) (i) Sole power to vote or direct the vote: -0-
(ii) Shared power to vote or direct the vote: 326,640 shares of Common Stock
(iii) Sole power to dispose or direct the disposition: -0-
(iv) Shared power to dispose or direct the disposition of: 326,640 shares of Common Stock

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D. Stieven Capital Advisors, L.P.

- (a) Amount beneficially owned: 400,000 shares of Common Stock
- (b) Percent of class: 5.5%.
- (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 400,000 shares of Common Stock
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition of: 400,000 shares of Common Stock

E. Stieven Capital Advisors GP, LLC

- (a) Amount beneficially owned: 400,000 shares of Common Stock
- (b) Percent of class: 5.5%.
- (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 400,000 shares of Common Stock
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition of: 400,000 shares of Common Stock

F. Joseph A. Stieven, Stephen L. Covington and Daniel M. Ellefson

- (a) Amount beneficially owned: 400,000 shares of Common Stock
- (b) Percent of class: 5.5%.
- (c) (i) Sole power to vote or direct the vote: -0-
 - (ii) Shared power to vote or direct the vote: 400,000 shares of Common Stock
 - (iii) Sole power to dispose or direct the disposition: -0-
 - (iv) Shared power to dispose or direct the disposition of: 400,000 shares of Common Stock

Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

Not applicable.

Item 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON

Not applicable.

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

Item 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

Item 10. CERTIFICATION

Each of the Reporting Persons hereby makes the following certification:

By signing below each Reporting Person certifies that, to the best of his or its knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURES

After reasonable inquiry and to the best of his or its knowledge and belief, each of the undersigned certifies that the information set forth in this statement is true, complete and correct.

DATED: January 22, 2014

STIEVEN
FINANCIAL
INVESTORS, L.P.

Stieven Capital GP,
By: LLC
its general partner

/s/ Joseph A. Stieven
Name Joseph A. Stieven
Title Managing Member

STIEVEN
FINANCIAL
OFFSHORE
INVESTORS, LTD.

/s/ Christine Fletcher
Name Christine Fletcher
Title Director

STIEVEN CAPITAL
GP, LLC

/s/ Joseph A. Stieven
Name Joseph A. Stieven
Title Managing Member

STIEVEN CAPITAL
ADVISORS, L.P.

Stieven Capital
By: Advisors GP, LLC
its general partner

/s/ Joseph A. Stieven

Name Joseph A. Stieven
Title Managing Member

STIEVEN CAPITAL
ADVISORS GP, LLC

/s/ Joseph A. Stieven
Name Joseph A. Stieven
Title Managing Member

JOSEPH A. STIEVEN

/s/ Joseph A. Stieven

JOSEPH A. STIEVEN, individually

STEPHEN L. COVINGTON

/s/ Stephen L. Covington

STEPHEN L. COVINGTON, individually

DANIEL M. ELLEFSON

/s/ Daniel M. Ellefson

DANIEL M. ELLEFSON, individually

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EXHIBIT 1

JOINT FILING AGREEMENT
PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G shall be filed on behalf of each of the undersigned without the necessity of filing additional joint filing agreements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained herein and therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATE: January 22, 2014

Stieven Financial investors, l.p.
By: Stieven Capital GP, LLC

its general partner

/s/ Joseph A. Stieven
Name: Joseph A. Stieven
Title: Managing Member

Stieven Financial OFFSHORE investors, LTD.

/s/ Christine Fletcher
Name: Christine Fletcher
Title: Director

Stieven CAPITAL ADVISORS, l.p.
By: Stieven Capital Advisors GP, LLC

its general partner

/s/ Joseph A. Stieven
Name: Joseph A. Stieven
Title: Managing Member

JOSEPH A. STIEVEN

/s/ Joseph A. Stieven
Joseph a. stieven, individually

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STEPHEN L. COVINGTON

/s/ Stephen L. Covington
STEPHEN L. COVINGTON, individually

DANIEL M. ELLEFSON

/s/ Daniel M. Ellefson
DANIEL M. ELLEFSON, individually