FORM 4

Check this box if no longer subject

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APP                  | PPROVAL   |  |  |  |  |  |  |  |  |  |  |
|--------------------------|-----------|--|--|--|--|--|--|--|--|--|--|
| OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |  |  |
| Estimated average burden |           |  |  |  |  |  |  |  |  |  |  |
| hours per response       | . 0.5     |  |  |  |  |  |  |  |  |  |  |

to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b).

| Name and Address of Reporting Person*     Duncan Patrick W.                      |  |  |   |                |   | 2. Issuer Name <b>and</b> Ticker or Trading Symbol NI Holdings, Inc. [ NODK ] |  |   |                     |        |  |   |   |   | neck all app  | olicable)<br>ctor                             | 10  | Person(s) to Issuer  10% Owner  Other (specify |  |  |
|--|--|--|---|----------------|---|---|--|---|---------------------|--------|--|---|---|---|---|---|-----|--|--|--|
| (Last) (First) (Middle) 1101 FIRST AVENUE NORTH                                  |  |  |   |                | 3. Date of Earliest Transaction (Month/Day/Year) 03/01/2023 |   |  |   |                     |        |  |   |   | X Officer (give title below)  SVP of Operation      |   |   |     | уреспу   |  |  |
| (Street) FARGO ND 58102 (City) (State) (Zip)                                     |  |  |   |                | 4. If A   | 4. If Amendment, Date of Original Filed (Month/Day/Year)                      |  |   |                     |        |  |   |   | Lin   | Individual or Joint/Group Filing (Check Applicable ne)  X 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. Transact Date (Month/Day                     |  |  |   |                | Execution Date,   |   | 3.<br>Transaction<br>Code (Instr. 8)  4. Securities Acquired (Disposed Of (D) (Instr. 3) |   |                     |        | d Securi<br>Benefi   | cially<br>I Following                       | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4)   |   |     |  |  |  |
|  |  |  |   |                |   |   |  |   | Code                | v      | Amount   | (A)<br>(D)                                  | or  | Price   | Transa  | Transaction(s)<br>(Instr. 3 and 4)            |     |  |  |  |
| Common Stock 03/01/2   |  |  |   |                |   | :023  |  | F   |                     | 230(1) | I  | )   | \$13.8  | 35 33   | 5 33,442(2)   |   |     |  |  |  |
| Common Stock 03/01/2   |  |  |   | 2023           |   | A   |  | 3,900(3)  | A \$0.              |        | \$0.0  | .00 37,342 <sup>(4)</sup>                   |   | D   |   |   |     |  |  |  |
|  | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |   |                |   |   |  |   |                     |        |  |   |   |   |   |   |     |  |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                              | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security  | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deeme<br>Execution<br>if any<br>(Month/Da | on Date, Trans |   |   |  | 6. Date Exercis<br>Expiration Date<br>(Month/Day/Ye |                     | ite    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Ins<br>3 and 4) |   |   | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4)                      | Owne<br>Form:<br>Direct<br>or Ind<br>(I) (Ins | (D) | Beneficial<br>Ownershi<br>(Instr. 4)           |  |  |
|  |  |  |   |                | Code  | v   | V (A) (D)  |   | Date<br>Exercisable |        | Expiration<br>Date   | Amour<br>or<br>Number<br>of<br>Title Shares |   | nber  |   |   |     |  |  |  |

## **Explanation of Responses:**

- 1. Represents shares withheld to satisfy withholding obligations upon the March 1, 2023 restricted stock unit vesting.
- 2. Includes shares distributed from the Company's Employee Stock Ownership Plan.
- 3. These shares are represented by restricted stock units.
- 4. Includes restricted stock units.

03/01/2023 /s/ Timothy J. Milius

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.