

NICHOLAS FINANCIAL INC

Form 4

June 25, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Bates Kevin Dean

2. Issuer Name **and** Ticker or Trading  
Symbol  
NICHOLAS FINANCIAL INC  
[NICK]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
2454 MCMULLEN BOOTH  
DRIVE, BLDG C

3. Date of Earliest Transaction  
(Month/Day/Year)  
06/24/2014

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
Senior VP Branch Operations

(Street)  
CLEARWATER, FL 33759

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	06/24/2014		A		12,000	A	\$ 0 23,050

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  
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SEC 1474  
(9-02)

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Amount or Number of Shares	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 14.37	06/24/2014		A		25,000		<u>(1)</u>	06/13/2024	Common Stock	25,000
Stock Option (right to buy)	\$ 9.41							<u>(2)</u>	05/12/2015	Common Stock	1,650
Stock Option (right to buy)	\$ 8.21 <u>(3)</u>							<u>(4)</u>	05/08/2017	Common Stock	5,500
Stock Option (right to buy)	\$ 3.6 <u>(3)</u>							<u>(5)</u>	03/19/2018	Common Stock	3,300
Stock Option (right to buy)	\$ 0.77 <u>(3)</u>							<u>(6)</u>	11/06/2018	Common Stock	5,500
Stock Option (right to buy)	\$ 1.2 <u>(3)</u>							<u>(7)</u>	05/05/2019	Common Stock	5,500
Stock Option (right to buy)	\$ 10.96 <u>(3)</u>							<u>(8)</u>	05/09/2021	Common Stock	1,500
Stock Option (right to buy)	\$ 10.87 <u>(3)</u>							<u>(9)</u>	05/03/2022	Common Stock	10,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bates Kevin Dean 2454 MCMULLEN BOOTH DRIVE BLDG C CLEARWATER, FL 33759			Senior VP Branch Operations	

## Signatures

/s/ Kevin D.  
Bates

06/25/2014

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) The option vests in five equal annual installments beginning on June 13, 2014.
- (2) The option vested in five equal annual installments beginning on May 12, 2005.
- (3) The exercise price has been reduced by \$2.00 per the Equity Plan requirements as a result of the December 2012 special cash dividend.
- (4) The option vested in five equal annual installments beginning May 8, 2007.
- (5) The option vested in five equal annual installments beginning March 19, 2008.
- (6) The option vested in five equal annual installments beginning November 6, 2008.
- (7) The option vested in five equal annual installments beginning May 5, 2009.
- (8) The option vested in five equal annual installments beginning May 9, 2011.
- (9) The option vested in five equal annual installments beginning May 3, 2012.

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